**SUPPLEMENTAL HOLLEMBEAK DECLARATION
IN SUPPORT OF AMENDED APPLICATION OF SPS I FUNDO DE
INVESTIMENTO DE AÇÕES – INVESTIMENTO NO EXTERIOR
FOR DISCOVERY PURSUANT TO 28 U.S.C. § 1782**

EXHIBIT A

July 2018 Barclays U.S. Resolution Plan generally describing Barclays NY's US Dollar clearing activities in New York

BARCLAYS

US Resolution Plan

July 2018

What's inside the US Resolution Plan Public Section

The US Resolution Plan Public Section is intended to inform the public's understanding of the Barclays US-Specific Resolution Strategy.

Where can I find out more about Barclays?

You can learn about Barclays' strategy, businesses, performance, and approach to governance and risk on our website, where you can also view and download the latest and archived annual and strategic reports.

For further information and a fuller understanding of the results and the state of affairs of the Group, please visit home.barclays/annualreport.

Contents

Important notice and forward-looking statements

The information, statements and opinions contained in this presentation do not constitute a public offer under any applicable legislation, an offer to sell or solicitation of any offer to buy any securities or financial instruments, or any advice or recommendation with respect to such securities or other financial instruments.

This document contains certain forward-looking statements within the meaning of Section 21E of the US Securities Exchange Act of 1934, as amended, and Section 27A of the US Securities Act of 1933, as amended, with respect to certain of the Group's plans and its current goals and expectations relating to its future financial condition and performance. Barclays cautions readers that no forward-looking statement is a guarantee of future performance and that actual results could differ materially from those contained in the forward-looking statements. These forward-looking statements can be identified by the fact that they do not relate only to historical or current facts. Forward-looking statements sometimes use words such as 'may', 'will', 'seek', 'continue', 'aim', 'anticipate', 'target', 'projected', 'expect', 'estimate', 'intend', 'plan', 'goal', 'believe', 'achieve' or other words of similar meaning. Examples of forward-looking statements include, among others, statements regarding the Group's future financial position, income growth, assets, impairment charges and provisions, business strategy, capital, leverage and other regulatory ratios, payment of dividends (including dividend payout ratios), projected levels of growth in the banking and financial markets, projected costs or savings, original and revised commitments and targets in connection with the Transform Programme and Group Strategy Update, rundown of assets and businesses within Barclays Non-Core, estimates of capital expenditures and plans and objectives for future operations, projected employee numbers and other statements that are not historical fact. By their nature, forward-looking statements involve risk and uncertainty because they relate to future events and circumstances. These may be affected by changes in legislation, the development of standards and interpretations under IFRS, evolving practices with regard to the interpretation and application of accounting and regulatory standards, the outcome of current and future legal proceedings and regulatory investigations, future levels of conduct provisions, the policies and actions of governmental and regulatory authorities, geopolitical risks and the impact of competition. In addition, factors including (but not limited to) the following may have an effect: capital, leverage and other regulatory rules (including with regard to the future structure of the Group) applicable to past, current and future periods; UK, US, Africa, Eurozone and global macroeconomic and business conditions; the effects of continued volatility in credit markets; market related risks such as changes in interest rates and foreign exchange rates; effects of changes in valuation of credit market exposures; changes in valuation of issued securities; volatility in capital markets; changes in credit ratings of the Group; the potential for one or more countries exiting the Eurozone; the impact of EU and US sanctions on Russia; the implementation of the Transform Programme; and the success of future acquisitions, disposals and other strategic transactions. A number of these influences and factors are beyond the Group's control. As a result, the Group's actual future results, dividend payments, and capital and leverage ratios may differ materially from the plans, goals, and expectations set forth in the Group's forward-looking statements. Additional risks and factors are identified in our filings with the SEC including our Annual Report on Form 20-F for the fiscal year ended December 31, 2017 (2017 20-F), which are available on the SEC's website at http://www.sec.gov; and in our Annual Report for the fiscal year ended December 31, 2017, which is available on the Barclays Investor Relations website at www.barclays.com/investorrelations.

Any forward-looking statements made herein speak only as of the date they are made and it should not be assumed that they have been revised or updated in the light of new information or future events. Except as required by the Prudential Regulation Authority, the Financial Conduct Authority, the London Stock Exchange plc (the LSE) or applicable law, Barclays expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in Barclays' expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. The reader should, however, consult any additional disclosures that Barclays has made or may make in documents it has published or may publish via the Regulatory News Service of the LSE and/or has filed or may file with the SEC, including the 2017 20-F.

Introduction

An overview of Barclays and Our US Operations.

Introduction

Background and Overview

Barclays[1] submits this Public Section (the Public Section) as part of Barclays' 2018 US[2] Resolution Plan (the 2018 Plan) pursuant to the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Dodd-Frank Act) and the Final Rule (the Final Rule or Section 165(d))[3] pursuant thereto by the Federal Reserve Board of Governors (FRB) and the Federal Deposit Insurance Corporation (FDIC), together the Agencies.

The 2018 Plan is a key milestone for Barclays. Barclays is proud of the significant developments that have been made in establishing a US Intermediate Holding Company (IHC) on July 1, 2016 and implementing stringent standards to ensure the safety and soundness of the US Operations pursuant to Regulation YY.[4] This is Barclays' fifth US resolution plan submission and the first submission since the implementation of the IHC.

Since submitting our initial US Resolution Plan in 2012, and more recently our 2015 US Resolution Plan, Barclays has undergone a multiyear effort to make our firm more resolvable on a global basis driven by both regulatory and business requirements. Barclays has a strong capital and funding profile, as well as a diversified asset base, which helps ensure our resiliency.

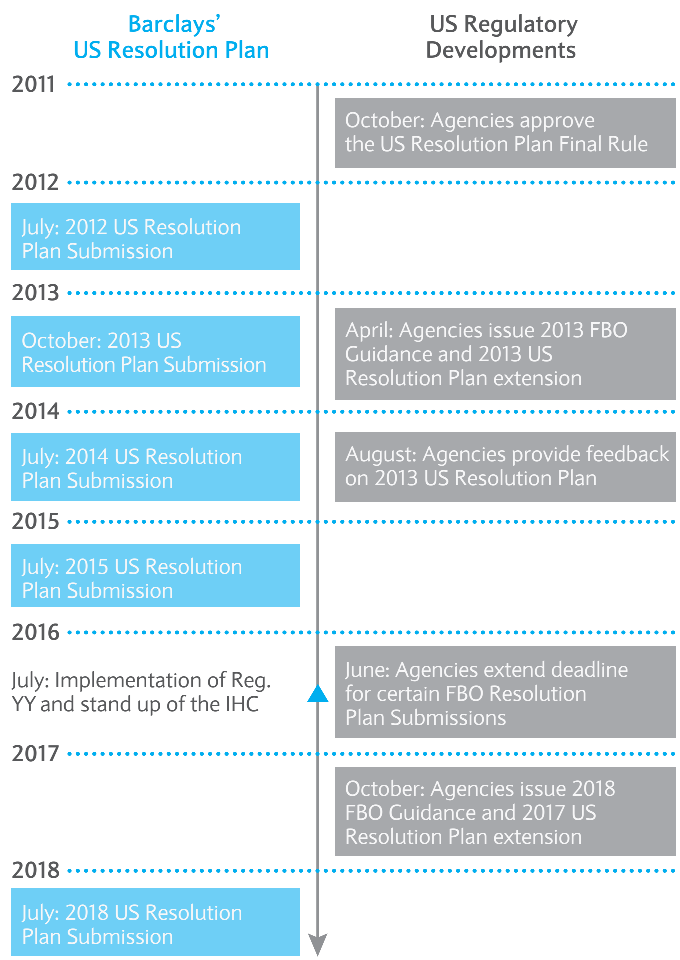
Barclays is committed to developing a US Resolution Plan for its US Operations[5] that would facilitate an orderly resolution of Barclays' US Operations under the US Bankruptcy Code within the meaning of the Dodd-Frank Act and the Final Rule, which aims to, in the unlikely event of Barclays' failure, permit the rapid and orderly resolution of Barclays' US Operations without an adverse systemic impact on the financial system or US economy.

Barclays has taken numerous actions to improve its resolvability and develop coordinated global resolution strategies, while at the same time adhering to local resolution planning requirements. This has been accomplished through substantial dialogue with the Agencies and other regulatory authorities in the US, the UK and other key jurisdictions where Barclays operates.

In the UK, it is the Resolution Authority's responsibility to "develop feasible and credible resolution strategies for all firms".[6] Barclays' Global Preferred Resolution Strategy, which has been developed by its home Resolution Authority, the Bank of England (BoE), is a Single Point of Entry (SPOE) resolution involving bail-in at Barclays' holding company (BPLC). Barclays has worked extensively with the BoE to develop capabilities that further bolster Barclays' resolvability under its Global Preferred Resolution Strategy.

While Barclays' Global Preferred Resolution Strategy would preempt the need to employ the US-Specific Resolution Strategy outlined in Barclays' US Resolution Plan, Barclays has developed a viable US-Specific Resolution Strategy that is not dependent on Barclays' Global Preferred Resolution Strategy.

US resolution planning has been an iterative process starting from when the Agencies issued the Final Rule in 2011. The Agencies have issued both public guidance and confidential feedback over the course of seven years during which Barclays has been responsive and addressed the Agencies' guidance and feedback. Barclays has built upon each previous plan submission to further enhance our resolvability and resolution preparedness; strengthen our financial, structural and operational resiliency; and develop capabilities to support an orderly resolution.



1. "Barclays", "Group" and "Barclays Group" are terms which are used to refer to Barclays PLC together with its subsidiaries and/or Barclays Bank PLC together with its subsidiaries. The term "Parent", "Covered Company" or "BPLC" refers to Barclays PLC and the term "Bank" or "BBPLC" refers to Barclays Bank PLC.
2. Throughout this Section: "US" means the United States as defined in the Final Rule; "UK" means the United Kingdom and the territories under its jurisdictions; "$" or "USD" means the US Dollar; "£" or "GBP" means the UK pound sterling; and "€" or "EUR" means the official currency of the European Union.
3. "Final Rule or 165(d)" means 12 CFR Parts 243 and 381, Resolution Plans Required, issued by the Agencies and effective November 30, 2011.
4. 12 CFR Part 252, Regulation YY, Enhanced Prudential Standards for Bank Holding Companies and Foreign Banking Organizations, Final Rule, effective June 1, 2014 (Regulation YY).
5. US Operations is defined collectively as the US Intermediate Holding Company (IHC), its IHC subsidiaries and US Branches, Agencies, and Representative Offices of BBPLC.
6. The Bank of England's Approach to Resolution, October 2017, https://www.bankofengland.co.uk/-/media/boe/files/news/2017/october/the-bank-of-england-approach-to-resolution.pdf?la=en&hash=FC806900972DDE7246AD8CD1DF8B8C324BE7652F

What was the most recent US Resolution Plan submitted by Barclays to the Agencies?

Barclays was last required to submit a US Resolution Plan in July 2015. The Agencies provided extensions for both the 2016 and 2017 US Resolution Plan submission to the four Foreign Bank Organizations (FBOs), which includes Barclays.

The 2018 Plan is intended to address the Public Guidance provided by the Agencies for 2018 §165(d) Annual Resolution Plan Submissions By Foreign-based Covered Companies that Submitted Resolution Plans in July 2015 (The 2018 FBO Guidance). The 2018 FBO Guidance provides guidance to the largest foreign-based covered companies, including Barclays, regarding the development of the 2018 Plan. The 2018 FBO Guidance highlights specific areas where additional detail should be provided in the 2018 Plan and where capabilities or optionality should be developed to demonstrate that each firm has considered and addressed obstacles to the successful implementation of its US-Specific Resolution Strategy.

Actions taken to improve resolvability

US resolution planning is only one of the many enhancements Barclays has undertaken to improve resolvability. Barclays has made significant progress globally and in the US to reduce complexity, enhance resiliency and ensure Barclays is able to resolve its US operations without systemic consequences.

Barclays has undertaken significant initiatives since 2008 to increase operational efficiency, strengthen governance, enhance controls, increase capital and diversify liquidity and funding to create an organization that is significantly more resilient.

As part of complying with Regulation YY of the Dodd-Frank Act, Barclays and other large FBOs operating in the US were required to establish a US IHC by July 1, 2016. The IHC is an umbrella holding company for Barclays' US subsidiaries, and is subject to the Federal Reserve Enhanced Prudential Standards to ensure safety and soundness, particularly around capital, liquidity and risk management.

With the implementation of Regulation YY, the consolidated US subsidiaries became subject to supervision and regulation by the FRB. The US Branches of Barclays Bank PLC (BBPLC) are subject to certain requirements. The IHC is subject to a number of additional regulatory requirements, including, but not limited to:

Capital

- US Basel III regulatory capital and leverage requirements
- Participation in the mandatory annual Federal Reserve Comprehensive Capital Analysis and Review (CCAR) and Dodd-Frank Act Stress Test (DFAST)
- Supervisory approval of, and potential limitations on, capital distributions by the IHC to BBPLC
- Establishing an independent risk function to review and evaluate the adequacy and effectiveness of the capital risk management practices of the IHC

Liquidity

- Performing internal liquidity stress tests for the IHC and BBPLC's US branches and maintenance of US-based liquidity buffers
- Maintaining sufficient liquidity to meet projected net stressed cash-flow needs over the 30-day planning horizon for the IHC and over the first 14 days over the 30-day planning horizon for BBPLC's US branch network
- Establishing an independent risk function to review and evaluate the adequacy and effectiveness of the liquidity risk management practices of Barclays' combined US operations
- Maintenance of an IHC and Barclays Bank Delaware (BBDE) Liquidity Coverage Ratio (LCR) in excess of the required 100% minimum for compliance since the April 2017 effective date

Risk Management and Governance

- Establishing a US IHC Board of Directors
- Establishing a US risk committee
- Appointing a US Chief Risk Officer

Barclays' primary US operating entities are Barclays Capital Inc. (BCI), Barclays Bank Delaware (BBDE) and Barclays Bank PLC New York Branch (NYBR) as a Branch of BBPLC.

In the US, reduced systemic impact and complexity has been achieved through:

- Actively reducing BCI's total assets from $330bn as of year end (YE) 2010 to approximately $106bn at YE 2017
- Materially improving the IHC's capital ratios:
  - Common Equity Tier 1 (CET1) ratios improved from 10.9% as of Q4 2016 to 13.1% as of Q4 2017
  - Leverage ratio improved from 5.7% as of Q4 2016 to 8.2% as of Q4 2017

- Producing and monitoring multiple liquidity stress tests on the US IHC, its subsidiaries, and US branches
- Monitoring asset maintenance ratio (AMR) levels on NYBR
- Establishing dedicated liquidity buffers for BCI, BBDE and NYBR that are held in lien-free segregated accounts and at the Federal Reserve Bank. Liquidity buffers are monitored and sized daily based on liquidity stress test results
- Actively reducing secured funding and reducing reliance on credit-sensitive 2a7 money markets funds by reducing exposure by approximately 50% since 2013
- Eliminating reliance on intraday liquidity usage for less liquid collateral and reduced less liquid tri-party intraday exposure by 99%
- Simplifying our US Operations and US legal entity structure by reducing the US legal entity footprint by over 300 entities since 2012
- Selling Barclays' Wealth & Investment Management business in Americas in December 2015
- Developing a Combined US Operations (CUSO) Contingency Framework that provides governance and oversight of how Barclays would manage a liquidity or capital stress event
- Continuing to invest in technology enhancements to improve technology applications and infrastructure to ensure that both BCI and BBDE have the ability to produce reporting
- Enhancing processes and controls through automation and reduction in duplication
- Reducing BBDE's borrowing from its parent; BBDE is self-funded with a diversified liability portfolio
- Increasing the credit quality of BBDE's credit card receivables

At the Group level, Barclays has:

- Strengthened the capital position of the Group; as of YE 2017 Barclays has a fully loaded CRD IV CET1 ratio of 13.3% (from 12.4% for YE 2016) and a UK leverage ratio of 5.1% (from 5.0% for YE 2016)
- Worked collaboratively with UK authorities to develop a confidential executable global Recovery Plan that enhances Barclays' ability to endure a severely adverse stress scenario with minimal disruption to the global markets or its customers
- Developed inter-affiliate and third-party vendor terms and conditions that are resolution friendly and ensure continued access to critical services during a Material Financial Distress event or failure of Barclays or one or more of its affiliates, including its US affiliate

About Barclays

Overview of Barclays

Barclays PLC operates via two clearly defined divisions – Barclays UK and Barclays International – with a diversified business model that we believe helps enhance our resilience to changes in the external environment

The strategy of Barclays PLC (BPLC) is to build on our strength as a transatlantic consumer and wholesale bank, anchored in our two home markets of the UK and US, with global reach. Our two clearly defined divisions, Barclays UK and Barclays International, provide diversification to our business model. We believe that combining consumer and wholesale businesses, as well as accessing geographic diversification, provide real advantages to both the Group and our investors and help contribute to the delivery of more consistent and sustainable returns through the business cycle. Effective execution of our strategy of diversification should reduce volatility of earnings, generate higher returns through the cycle and improve resilience of the Group as a whole.

Until April 1, 2018, both Barclays UK and Barclays International operated within the legal entity of Barclays Bank PLC (BBPLC). On April 1, 2018, we formally separated the Barclays UK division into a new legal entity, Barclays Bank UK PLC (Barclays UK), which became our ring-fenced bank in the UK. Barclays UK offers everyday products and services to retail and consumer customers and small to medium-sized enterprises based in the UK, and Barclays International delivers products and services designed for our larger corporate, wholesale and international banking clients.

Barclays International

Barclays International serves customers and clients across the world through our Corporate and Investment Bank and our Consumer, Cards and Payments businesses – a distinct but complementary portfolio of businesses operating alongside Barclays UK

Barclays International is a diversified transatlantic, wholesale and consumer bank which is housed within BBPLC. Our dual home markets, in the UK and US, anchor our business in the two most important global financial centers and two of the most resilient western economies.

Barclays International includes the following businesses:

- Corporate and Investment Bank
- Consumer, Cards and Payments

The Corporate and Investment Bank includes our markets, investment banking, corporate banking and research businesses.

Consumer, Cards and Payments includes our non-UK Cards business, payment solution and the Private Bank and Overseas Services.

Barclays International has achieved significant milestones to meet Structural Reform regulations, including the creation of the US IHC and structurally separating from the Barclays UK division to respond to UK ring-fencing legislation. Working closely with regulators and stakeholders, we are organized to serve our clients across the globe in alignment with regulatory policies and legislation. Significant entities within Barclays International, such as the IHC, are subject to stringent governance standards to ensure safety and soundness, particularly around capital, liquidity and risk management.

Barclays UK

Our ring-fenced bank, Barclays UK, is a personal and business banking franchise, built around our customers' needs with innovation at its core.

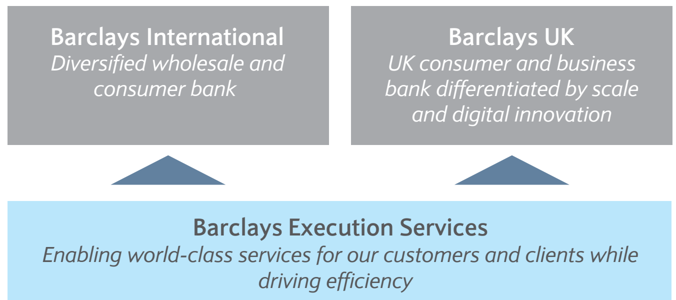
Barclays UK encompasses the following businesses:

- Personal and Premier Banking
- Barclaycard Consumer UK
- Wealth, Entrepreneurs and Business Banking

Barclays Execution Services

Barclays Execution Services provides high quality, efficient and cost-effective technology, operations and functional services to Barclays UK and Barclays International – a strategic partner enabling Barclays to provide the best possible outcomes to our customers and clients

Overview of Barclays' Business Structure



Barclays Execution Services (BX) was established in September 2017 and is the hub through which we will deliver a wide range of operations, technology and functional services to the Barclays Group and the two business divisions, Barclays UK and Barclays International.

The purpose of BX is to provide world-class services that are high quality, efficient and cost effective, to support our goal to be at the forefront of industry change and innovation.

BX operates from a series of strategic locations across the world, principally in the UK, the US and India. For Barclays' US operations, most technology, operations and functional services are provided by teams based in the US that operate within the BX operating model.

BX is also a major step in the delivery of our structural reform program. Grouping services together in this way will allow us to maintain operational continuity for our business units and facilitate the execution of our recovery and resolution plans in the event of financial difficulty, thereby strengthening the overall resilience of the Barclays Group. It also means we have a center of excellence for services required by the businesses, such as fraud management and cyber security, where we can reduce duplication and benefit from implementing best practices across all of our businesses.

Barclays' US operations

The US is Barclays' second home market and is fundamental to Barclays' transatlantic strategy. The US accounts for a significant portion of Barclays' employees, revenue and profit

Barclays' offerings in the US are operated out of the Barclays International business division. Business offerings operating in the US are:

- Cards and Payments
- Corporate and Investment Bank

Cards and Payments

Our US Cards business offers co-branded and branded credit cards in the US, along with consumer loans and online retail deposits. We are the ninth largest credit card issuer in the market and this business has strengthened further in 2017.

Barclays conducts this business in the US through its Insured Depository Institution (IDI), BBDE.

Barclays-branded consumer retail deposits now exceed $12.5 billion through online savings accounts and certificates of deposit.

Corporate and Investment Bank

Our Markets businesses provide execution, prime brokerage and risk management services across the full range of asset classes including equities, credit and macro products. With a new Markets leadership team in place, we are highly focused on investments in technology to drive increased client flows and improved returns. Barclays is focused on the standardization and simplification of post-trade technologies supported by a strong regulatory and controls environment.

Our Banking business provides long-term strategic advice on mergers and acquisitions, corporate finance and strategic risk management solutions, and equity and credit origination capabilities. In the US, Barclays had a 5.8% share of overall investment banking revenue, placing it sixth overall – the highest ranked non-domestic bank.[7]

Bolstered by strong mergers and acquisitions activity, we advised on numerous landmark deals to deliver for our clients, and ranked fifth for US mergers and acquisitions advisory revenue in 2017. In the capital markets, Barclays is one of the world's leading underwriters of both debt and equity securities. In the US in 2017, Barclays had a 7.3% share of all equity underwriting, ranking sixth overall, and a 5.7% share of all debt underwriting, ranking seventh overall.

Our Leveraged Finance business reached its highest ever global fee share, ranking Barclays in the top four for the second consecutive year, and fourth in the US with a 7.6% market share. *IFR* magazine named Barclays as its North America High-Yield Bond House for the second year running.

Corporate Banking in the Americas focuses on providing loans, cash management, trade finance, foreign exchange and working capital products to large American multinational companies and Financial Institutions for execution in the UK, Europe, India and the United Arab Emirates.

Finally, our Research business delivers independent, thought-leading content across equities, credit, macro and quantitative portfolio strategy. The implementation of Markets in Financial Instruments Directive (MiFID II) has brought unprecedented change to the research industry and reinforced Barclays' commitment to providing clients with differentiated market insights, actionable trade ideas and thematic views delivered through publications, one-to-one analyst interactions, conferences and events.

Principal legal entities in the US

The IHC became operational on July 1, 2016 and its key operating subsidiaries include:

- Barclays Capital Inc. (BCI), our Securities and Exchange Commission (SEC) registered securities broker-dealer and Commodity Futures Trading Commission (CFTC) registered Futures Commission Merchant (FCM), operates key investment banking and capital markets businesses within Barclays' Corporate and Investment Bank Business Offering
- Barclays Bank Delaware (BBDE), our US IDI, operates our US Cards business within Barclays' Cards and Payments Business Offering

Barclays Bank PLC New York Branch (NYBR) is a Branch of BBPLC in the US and operates corporate banking activities within Barclays' Corporate and Investment Bank Business Offering. Branches of foreign banks are not part of the IHC, but are subject to a subset of the requirements of Regulation YY.

In the context of US Resolution Planning, Barclays' 2018 Plan focuses on US business and operations which are conducted out of Barclays International.

7. Unless otherwise noted, all investment banking market share and league table data are from Dealogic.

Key facts about Barclays in the US*

10,045 employees in the US

£7,850 million of income (30.3% of Barclays' total)

£2,186 million of profit (39.6% of Barclays' total)

Ninth largest credit card issuer

Two million new credit card customers in 2017

$12.5 billion in online banking consumer retail deposits

* As of December 31, 2017

Dealogic Market share and League table data*

- Top-ranked non-US investment bank, with 5.8% share of revenue
- 7.3% market share of US equity underwriting, ranking #6
- 5.7% market share of US debt underwriting, ranking #7
- 7.6% market share of US leveraged finance, ranking #4
- Named North America High-Yield Bond House for the second year running by *IFR* magazine
- Top 4 for 18 consecutive years in *Institutional Investor*'s 2017 All-America Fixed Income Research Poll
- Tied for #4 for equity research in *Institutional Investor*'s 2017 All-America Research Survey, marking the 15th time in the past 16 years that Barclays has ranked in the top five sell-side research houses

Barclays in the context of US Resolution Planning

As of December 31, 2017, Barclays Capital Inc. and Barclays Bank Delaware constituted approximately 90% of the US IHC's assets

As required in Section 165(d), Barclays' 2018 Plan focuses on a subset of businesses, operations and entities and branches of Barclays.

For US Resolution Planning purposes, Barclays has identified 12 Material Entities for the 2018 Plan. Three of the Material Entities are considered Material US Operating entities (i.e., out of which the activities of Critical Operations or Core Business line are conducted). The remaining nine entities include Material Holding Companies (i.e., where no business is conducted out of these companies) and Material Service Entities providing shared services required in resolution.

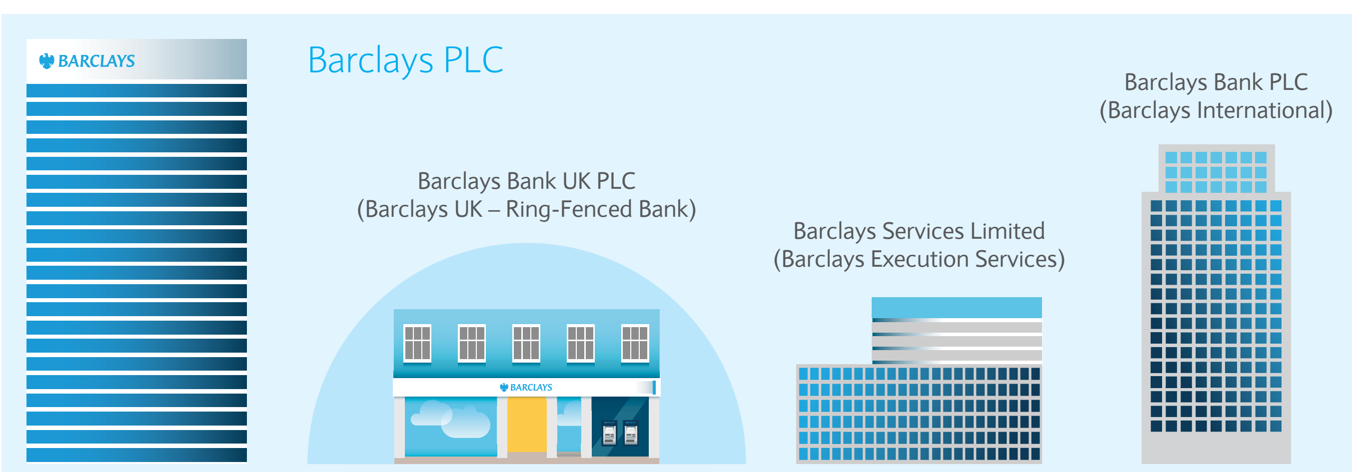
What is a Material Entity?

Material Entities are defined in Section 165(d) as subsidiaries or foreign offices of the covered company that are significant to the activities of a Critical Operation or Core Business Line.

The 2018 Plan covers the US-Specific Resolution Strategy of all Material Entities and places additional emphasis on our three Material US Operating Entities (i.e., BCI, BBDE, and NYBR) as our Core Business Lines and Critical Operations are operated out of these entities.

Barclays has simplified, and continues to simplify, its legal entity structure globally to meet regulatory requirements and expectations in both the UK and US. In the US, this included:

- Establishing a US IHC and simplifying our US legal entity structure
- Reducing our US legal entity footprint by over 300 entities since 2012



Barclays' 2018 US Resolution Planning material entities

Classification	Entity/Branch	Acronym	Jurisdiction	Summary
Material Holding Company	Barclays US LLC	BUSLLC	United States	US Intermediate Holding Company
	Barclays Group US Inc	BGUS	United States	Holding Company
Material US Operating Entity	Barclays Capital Inc	BCI	United States	US Broker-Dealer
	Barclays Bank Delaware	BBDE	United States	Insured Depository Institution
	Barclays Bank PLC New York Branch	NYBR	United States	Branch of Barclays Bank PLC
Material Service Entity	Barclays Services Corporation	BSC	United States	US Service Company
	Barclays Services LLC	BSLLC	United States	US Service Company
	Barclays Services Limited	BSerL	United Kingdom	Service Company
	Barclays Global Service Center Private Limited	BGSC	India	Service Company
	US Real Estate Holdings No. 1 Limited	US RE1	United Kingdom	Real-Estate Holding Company
	US Real Estate Holdings No. 2 Limited	US RE2	United Kingdom	Real-Estate Holding Company
	US Real Estate Holdings No. 3 Limited	US RE3	United Kingdom	Real-Estate Holding Company

Entity/Branch	% of US IHC Assets[8]
BUSLLC[9]	<1%
BGUS	1.4 %
BCI	67.4%
BBDE	21.7%
BSC	<1%
BSLLC	<1%
Other[10]	8.9%
Total	100%

Below depicts our US Resolution Planning simplified legal entity structure as of December 31, 2017 and highlights our Material Entities for the 2018 Plan.

Key characteristics of our US legal entity structure:

- BUSLLC is our IHC and meets requirements of Regulation YY
- BUSLLC is a subsidiary of BBPLC which houses our Barclays International business division
- All of our US non-branch Material Entities are organized under BGUS, a holding company, under BUSLLC
- In accordance with the requirements of Regulation YY, our two US service companies supporting our US Material Entities are organized under the IHC

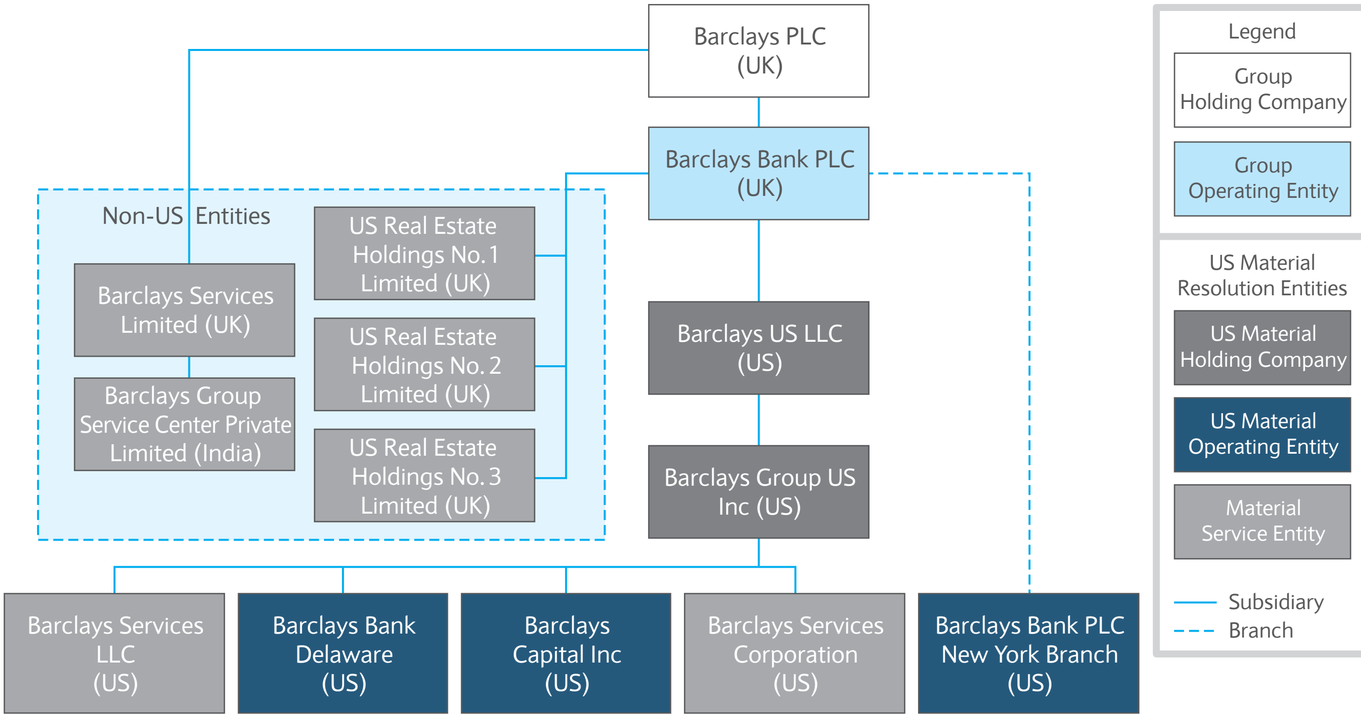
What is a US IHC?

The FRB's Regulation YY implements enhanced prudential standards for certain companies supervised by the FRB, including FBOs. Among other requirements, the FRB's Regulation YY requires FBOs with $50 billion or more in total US non-branch assets to establish a US IHC and transfer its ownership interest in the substantial majority of its US subsidiaries to the US IHC. The US IHC was required to be established by July 1, 2016. As part of this supervision, the IHC is also generally subject to the enhanced prudential supervision requirements under the Dodd-Frank Act as US bank holding companies of similar size, including US Basel III-based regulatory capital and leverage, liquidity stress-testing and risk management requirements.

For more information on Barclays' US Legal Entity Rationalization efforts, please refer to the Structural Capabilities – US Legal Entity Rationalization section within the Public Section.

8. Asset percentages are calculated from the consolidated financial statement of the IHC, which includes the elimination of intercompany balances.
9. BUSLLC assets are presented on a stand-alone basis.
10. Other US IHC Consolidated entities not deemed material for resolution planning purposes.

Simplified US Resolution Planning legal entity structure as of December 31, 2017



Barclays' 2018 US Resolution Planning Core Business Lines and Critical Operations

For US Resolution Planning purposes Barclays has identified five Core Business Lines for the 2018 Plan. Our Core Business Lines operate out of our Barclays International business division and are subsets of our Corporate and Investment Bank and Consumer, Cards, and Payments business lines outlined in our Annual Report and Form 20-F.

In addition, the Agencies identified Barclays' Critical Operations which, in the view of the Agencies, if failed or were discontinued would pose systemic risk to the financial stability of the US. Our Core Business Lines and/or Critical Operations are operated out of our Material Operating Entities (i.e., BCI, BBDE, and NYBR).

The table to the right highlights Barclays' Core Business Lines for the 2018 Plan. It is important to note that additional businesses form part of Barclays' diversified global portfolio mix; however, for the purposes of US resolution planning, those businesses are not deemed in scope.

	In scope for the 2018 Plan	
Barclays' Business Line	Core Business Line (CBL)	Core Business Line mapped to Material Entity
Corporate and Investment Bank	Credit	BCI and NYBR
	Equities	BCI
	Macro	BCI
	Financing and Agency Derivative Services	BCI
Consumer, Cards and Payments	US Cards	BBDE

For additional information on Barclays' Material Entities, Core Business Lines and financial information, please refer to the Additional Resolution Planning Supporting Information section within the Public Section.

What are Core Business Lines?

Core Business Lines are defined in Section 165(d) as those business lines, including associated operations, services, functions and support that, in the firm's view, upon failure would result in a material loss of revenue, profit or franchise value.

What are Critical Operations?

Critical Operations are defined in Section 165(d) as operations, including associated services, functions and support, the failure or discontinuance of which, in the view of the covered company or as jointly directed by the Board and the Corporation, would pose a threat to the financial stability of the United States.

Resolution Strategy and Capabilities

An overview of our Global and US-Specific Resolution Strategy and a focus on our capabilities that support an orderly resolution.

Barclays' Resolution Strategy

Our US-Specific Resolution Strategy, based on a hypothetical failure, facilitates an orderly wind down of Barclays US Operations.

Global Resolution Strategy

As a Global Systemically Important Bank (G-SIB), Barclays is proactively working to improve its Group Recoverability and Resolvability. Barclays is committed to implementing the Key Attributes of Effective Resolution Regimes for Financial Institutions and relevant consultative papers and annexes as set forth by the Financial Stability Board (FSB). Barclays' Preferred Resolution Strategy which is developed by its home Resolution Authority, the BoE, is a SPOE resolution involving Bail-in at Barclays' holding company (i.e., BPLC).

The SPOE Resolution Strategy involving Bail-in, consistent with the requirements for resolution strategies under the Final Rule, is not reliant on any government funding but is dependent on the holding company having issued sufficient loss absorbing capacity to effect the Bail-in and recapitalize the Group.

If a loss were to arise at the subsidiary level, these losses could be passed up to the holding company through write-down of the intra-group capital and recapitalization of subsidiaries via the conversion of pre-positioned loss absorbing capacity. The Bail-in itself would occur at the holding company level (i.e., BPLC), with external creditors of BPLC holding certain instruments then exposed to losses in order of the creditor hierarchy.

Bail-in at the holding company aims to ensure that individual entities, including the US Material Entities, continue to remain operational during the Group Resolution proceedings.

Barclays and the BoE are working together to remove any barriers to the Preferred Resolution Strategy and assess Barclays' resolvability with respect to this strategy. By ensuring the continuity of services and operations of the subsidiaries, the Preferred Resolution Strategy should ensure an orderly resolution that can be accomplished within a reasonable period of time, and in a manner that substantially mitigates the risk that the failure of Barclays would have on the financial stability of a jurisdiction in which it operates, including the US.

US-Specific Resolution Strategy

The proposed failure scenario and associated assumptions of the 2018 Plan are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject

With the increased capital and liquidity position of the firm, the high quality liquid assets that comprise our balance sheet and the focused governance and management of Barclays' capital and liquidity position and risk management practices, it is highly unlikely that BCI, BBDE or any of its US entities would fail due to an idiosyncratic Barclays event. Barclays believes that in the event of market-wide stress, BCI and BBDE would most likely be a 'flight to safety' option for customers and clients.

The analysis provided in the 2018 Plan with respect to the bankruptcy of the IHC is hypothetical. Barclays appreciates and supports the importance of resolution planning and is committed to fully analyzing and taking measures to ensure a rapid and orderly resolution of its US Operations without the need for extraordinary government support should such an event occur. We have found the resolution planning process to be beneficial for Barclays in that it has allowed us to further develop capabilities for the unlikely failure of the IHC.

Summary of Barclays' US-Specific Resolution Strategy

With the formation of the IHC in July 2016, Barclays assessed a number of possible strategies to resolve our US Operations and determined that the US Strategy, to meet the US Title I Requirements of the Dodd-Frank Act, is a SPOE at the US IHC.

Our US-Specific Resolution Strategy is designed so that:

- Only the IHC (i.e., BUSLLC) enters into bankruptcy proceedings
- All US Material Operating Entities have sufficient capital and liquidity resources to continue operating outside of an insolvency proceeding
- US Non-Branch Material Operating Entities[11] are able to continue to perform limited activities for a period of time before being wound down or sold outside of an insolvency proceeding
- Our New York Branch will remain outside of any insolvency proceeding and may be placed under heightened supervision by its state regulator
- Material Service Entities will continue to provide critical services to our Material Entities as contractually required in order to permit the execution of Barclays' orderly resolution strategy
- Extraordinary government or taxpayer support is not required to execute our strategy
- Fire sale of assets is avoided and transfer of client accounts to alternative service providers is orderly

The 2018 Plan assumes that Barclays experiences a period of financial stress, followed by a hypothetical idiosyncratic event only impacting Barclays, resulting in outflows. Barclays ensures that the firm will still have sufficient liquidity and capital to conduct an orderly wind down of Barclays' US Operations.

What is Barclays' US-Specific Resolution Strategy for its US Operations?

Barclays' US-Specific Resolution Strategy to meet requirements of Section 165(d) of the Dodd-Frank Act is a SPOE Strategy. Under the US-Specific Resolution Strategy only the US IHC would enter bankruptcy. Our US Broker-Dealer will undergo a solvent wind down, our US IDI will be sold, and our New York Branch will remain outside of insolvency proceedings and may be placed under heightened supervision by its state regulator.

Under our US-Specific Resolution Strategy, only the IHC enters bankruptcy proceedings; our three Material Operating Entities and all of our Material Service Entities remain solvent and outside of an insolvency proceeding. BCI, our US broker-dealer and FCM, remains in business and engages in an orderly wind down of its activities.

The strategy for our IDI, whose primary business is credit cards, is to sell the consolidated entity along with the Material Service Entity that supports the IDI (i.e., BSLLC). Employees employed by the IDI and BSLLC will be transferred with the sale.

Barclays' strategy ensures Material Entities have access to the capital and liquidity needed to continue to conduct business throughout the wind down/sale period. Capital and liquidity are pre-positioned at both the operating entities and in the holding companies in business as usual (BAU) and can be leveraged if there were a need in financial distress. Material Service Entities maintain sufficient working capital to operate services and execute our US-Specific Resolution Strategy.

To the extent certain triggers are breached, support will be down-streamed from BUSLLC to US Material Entities pursuant to a Secured Support Agreement (SSA) prior to the IHC filing for bankruptcy.[12]

The SSA is structured to avoid challenges to the provision of support from BUSLLC to BGUS and to the US Material Entities, pursuant to the SSA, in the event of the IHC's insolvency.

Key assumptions of our US-Specific Resolution Strategy

The Agencies have, through rules (e.g., Section 165(d) of the Dodd-Frank Act), subsequent Guidance and through their supervisory process, prescribed a number of assumptions for Covered Companies to take into account when developing its Resolution Plan. The assumptions in our 2018 Plan are consistent with those required by the Agencies. Select assumptions underlying our US-Specific Resolution Strategy include, but are not limited to:

- Barclays is operating in a market under severe stress conditions followed by a Barclays-specific idiosyncratic event impacting its US Operations
- No recovery actions or steps are taken by the IHC while preparing for bankruptcy during the runway period to materially reduce its size, interconnectedness or mitigate risks of failure of its US Operations
- The runway period prior to entering bankruptcy may not exceed 30 days
- Barclays Group is unwilling and/or unable to provide financial support of its US Operations
- Barclays is in compliance with TLAC Requirements[13]
- Our Strategy is not dependent upon the liquidity and/or capital benefits of any divesture of any businesses
- Access to Financial Market Utilities (FMUs) are maintained by ensuring funding to member requirements continue to be met and Barclays engages in enhanced communication and reporting

11. US Non-Branch Material Operating Entities are BCI and BBDE.
12. As outlined in the 2018 Plan Guidance Frequently Asked Questions (FAQs) released by the Agencies, the Agencies do not expect firms to execute contractual binding mechanisms by the July 1, 2018 US Resolution Plan submission date; https://www.federalreserve.gov/publications/resolution-plans-faqs-fbo-legal.htm. Barclays' SSA is anticipated to be in place, in connection with TLAC implementation, in 2019.
13. While the 2018 Plan assumes Barclays is in compliance with 12 CFR Part 252, Subpart P – (TLAC Final Rule), Barclays will meet compliance of the TLAC Final Rule, as required, by January 1, 2019.

- At the point of non-viability, each surviving US IHC subsidiary with derivatives positions is downgraded to below investment grade or otherwise fails to maintain, establish, or reestablish market confidence sufficient to continue as a transacting entity
- An SSA is in place between US Material Entities

Key details regarding our US-Specific Resolution Strategy

As required by the Agencies, Barclays is required to develop a hypothetical Material Financial Distress (MFD) event (i.e., an idiosyncratic event that only impacts Barclays) that would result in capital and/or liquidity losses so severe that the IHC would have to file for bankruptcy under Chapter 11 of the US Bankruptcy Code.

The IHC would be reorganized pursuant to a Chapter 11 plan of reorganization that would be negotiated and voted on prior to bankruptcy and could be approved by the Bankruptcy Court in as little as 30 days post filing.

Barclays understands that the events and situations that may be presented are not predictable, and often do not unfold as planned. However, Barclays' resolution planning capabilities support a number of different scenarios which may occur. An actual resolution of Barclays, if one were to occur, may be significantly different from the scenarios depicted in the 2018 Plan. For the purposes of Title I and our 2018 Plan we envision the following series of events.[14]

Early stages of Severe Stress Conditions

Barclays is operating in a period of financial stress with macroeconomic conditions consistent with the CCAR/DFAST Severely Adverse scenario with capital and liquidity metrics being monitored consistent with our CUSO Contingency Framework. Barclays' US senior management, Boards, and regulators are engaged in monitoring Barclays' US Operations including the capital and liquidity positions of each of the US Material Operating Entities.

Material Financial Distress Event

Barclays' US Operations experience an idiosyncratic MFD event. In response to the MFD event, Barclays' US Operations request financial support from Group. As required by the Agencies, it is assumed that parental financial support is denied. The market becomes aware and Barclays' US Operations experience increased outflows. Barclays continues to monitor its liquidity and capital against its resolution liquidity and capital execution needs and positioning.

Runway

Liquidity and/or capital outflows result in a breach of a trigger that signifies that BUSLLC should begin to prepare for bankruptcy. Below outlines key events that are expected to occur during Runway to execute Barclays' US-Specific Resolution Strategy:

- While preparing for the bankruptcy of BUSLLC, no active actions are taken to materially reduce our size, interconnectedness or mitigate risks of failure of our US Operations
- Barclays continues to monitor our Resolution Liquidity Execution Need and Resolution Capital Execution Need
- US Material Entity Boards and senior management will monitor the financial health of Barclays' US Operations as clients and counterparties take action and capital/liquidity outflows continue
- The BUSLLC Board takes necessary actions as outlined in our Bankruptcy Playbook, including engaging bankruptcy counsel, authorizing the filing for Chapter 11 and having bankruptcy counsel prepare the relevant motions and plan of reorganization in the bankruptcy case
- US Non-Branch Material Entity Boards and senior management coordinate with relevant governance bodies and take actions as outlined in our Governance Playbooks
- We will utilize our Communication Playbook which outlines the approach and strategy to communicate with both internal and external stakeholders (e.g., clients, regulators)

Point of Non-Viability

Barclays retains the discretion to enter into Resolution which includes whether or not to file for bankruptcy based on the circumstances presented at the point of time. It is at the Point of Non-Viability (PONV) that the appropriate Boards will take final actions to enter into Resolution. For purpose of Title I and Section 165(d) requirements, it is at the PONV that Barclays will authorize the bankruptcy of BUSLLC.

Under our US-Specific Resolution Strategy, in the extremely unlikely event that our firm experiences losses so severe that Barclays reaches the PONV, BUSLLC will file for Chapter 11 bankruptcy while also ensuring our Material Operating Entities maintain enough capital and liquidity to remain outside of insolvency proceedings.

- Pursuant to the SSA between BUSLLC and BGUS, upon implementation, BUSLLC will contribute remaining assets (less excess cash to pay for bankruptcy administration costs) to BGUS
- US Material Entities pursuant to the SSA, upon implementation, will calculate, monitor and report on their capital and/or liquidity needs to ensure capital and/or liquidity needs are not greater than the capital and/or liquidity positioned. To the extent capital and/or liquidity is needed, upon implementation of the SSA, BGUS will provide capital and liquidity to US Material Entities pursuant to the SSA

14. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.

Resolution

Barclays' US-Specific Resolution Strategy and capabilities are designed to ensure Barclays' US Operations are prepared for resolution. This entails ensuring that capital and liquidity are appropriately positioned at the US Material Operating Entities and US Material Holding Companies while ensuring that BUSLLC maintains enough liquidity to cover costs associated with the bankruptcy administration. Further, our US-Specific Resolution Strategy facilitates an orderly wind down without posing systemic risk to the US financial system.

US-Specific Resolution Strategy

Material Operating Entity	Remains outside of insolvency proceeding	US-Specific Resolution Strategy
BCI	Yes	Solvent wind down of Core Business Lines
BBDE	Yes	Sale of Consolidated Entity and its service entity
NYBR	Yes	Placed under heightened supervision by NYBR's state regulator, the New York State Department of Financial Services

Below outlines key events that are expected to occur during Resolution to execute Barclays' US-Specific Resolution Strategy:

- Upon the implementation of the SSA, BGUS will continue to provide to subsidiary entities, pursuant to the SSA, sufficient capital and/or liquidity to execute the US-Specific Resolution Strategy outside of insolvency proceedings and stay above minimum liquidity and capital regulatory requirements
- BCI will undergo a solvent wind down which focuses on transferring customer accounts and closing out trading positions either consensually or by not rolling trades as they mature
- The consolidated BBDE entity and its associated service company (i.e., BSLLC) have been identified for potential sale as part of the 2018 Plan due to BBDE's high quality credit card portfolio
- Our New York Branch of BBPLC (i.e., NYBR) would remain outside of any insolvency proceedings and may be put under heightened supervision by the New York State Department of Financial Services (NYSDFS), who may impose additional AMR requirements designed to ensure that third-party creditors of NYBR are paid in full. The 2018 Plan provides supporting analysis to demonstrate NYBR will be able to repay its internal and external obligations while complying with the AMR requirement, due to NYBR's strong liquidity position and stringent liquidity risk management
- Our Material Service Entities are both financially and operationally resilient and continue to provide services. Our Material Service Entities are contractually obligated through intra-group agreements to continue to provide services. Services required for Resolution have been identified and Material Entity interdependencies have been mapped. Our Material Service Entities maintain sufficient working capital to operate services and execute our US-Specific Resolution Strategy
- Employee retention mechanisms are in place to retain key employees required to execute our US-Specific Resolution Strategy

Conclusion

At the conclusion of the resolution process, only our consolidated IDI and the Material Service Entity that supports the IDI may have been sold to a third party and all of our other assets have been sold or wound down. Following the wind down and sale of our objects of sale, the value realized would be available to support remaining US Operations. Any residual value remaining after the wind down of US Operations would be returned to the IHC for distribution to its creditors and other stakeholders (i.e., BPLC/BBPLC).

Cessation of Branch Activity

Although our US-Specific Resolution Strategy does not contemplate the cessation of any US branch or US branch activity significant to the activities of a Critical Operation, the 2018 Plan includes analysis on the impact of the cessation of the NYBR. This analysis includes:

- Description of Critical Operations and shared services provided by NYBR to IHC subsidiaries
- Identification of potential obstacles, and associated mitigants, presented by the cessation of shared services that support Critical Operations

US Resolution Planning Capabilities

We have developed capabilities to support our US-Specific Resolution Strategy

Barclays has worked to enhance capabilities across 10 key elements which support our financial, operational, and structural preparedness to support an effective US-Specific Resolution Strategy.

Resolution Planning Capabilities

Financial	Operational	Structural
Capital	Payment, Clearing and Settlement	Governance Mechanisms
Liquidity	Collateral	Legal Entity Rationalization
Derivatives and Trading Activities	Management Information Systems	Separability
	Shared and Outsourced Services	

Financial Capabilities

- Capital: Estimate and position each US non-branch Material Entity's capital needs in resolution to ensure each US Non-Branch Material Entity has sufficient capital to execute Barclays' US-Specific Resolution Strategy
- Liquidity: Project and meet liquidity needs leading up to and during resolution. Pre-positioned liquidity also allows the US Material Entities to remain solvent and operate while the entities are being resolved
- Derivatives and Trading Activities: Articulate and substantiate how Barclays will wind down derivatives and trading activities of its Core Business Lines and transfer client accounts to alternative providers during resolution

Operational Capabilities

- Payment, Clearing and Settlement (PCS): Develop actions to maintain PCS activities (e.g., membership to FMUs) and have the ability to quantify PCS activities
- Collateral: Capabilities related to managing, identifying, and valuing the collateral that is received from, and posted to, external parties and affiliates
- Management Information Systems (MIS): Maintain management information systems that produce reliable data on financial resources and positions on a legal entity basis
- Shared and Outsourced Services: Support the continuity of critical shared and outsourced services through operationally and financially resilient Material Service Entities

Structural Capabilities

- Governance Mechanisms: Maintain a governance structure with triggers capable of identifying the onset and escalation of financial stress events in sufficient time to allow the US Non-Branch Material Entity Boards and senior management enough time to prepare for resolution and execute Barclays' US-Specific Resolution Strategy
- Legal Entity Rationalization (LER): Organize Barclays' US legal entity structure in a way to support an orderly resolution. Maintain a rational US legal entity structure through the development of US LER Criteria that are part of the firm's day-to-day decision making process related to structure
- Separability: Develop actionable options to wind down, sell, or transfer discrete operations to facilitate the execution of our US-Specific Resolution Strategy

Each subsection to follow provides additional detail on the multiyear initiatives completed that support Barclays' readiness and preparedness for US Resolution Planning.

Financial Capabilities

Capital

IHC Capital Management Capabilities in BAU

Barclays' objective is to maximize shareholder value by prudently optimizing the level, mix and distribution of capital resources while maintaining sufficient capital at the Holding Company as well as at each regulated legal entity level. This is to ensure that Barclays is well capitalized relative to minimum regulatory and stressed capital requirements, and to support Barclays' risk appetite, growth, and strategic options while seeking to maintain a robust credit proposition for the Group and its subsidiaries.

Corporate Strategy and Priorities

The IHC strategy remains on course to a build a stronger and more resilient banking organization. Since the IHC was established on July 1, 2016, the IHC balance sheet has been significantly repositioned, simplified and rebalanced while the capital position has been improved, in order to generate sustainable returns for the Group's shareholders.

Core Capabilities that the IHC has developed to maintain capital adequacy include:

- Maintaining a capital plan aligned with Barclays' strategic objectives, balancing capital generation of the IHC with business growth and capital distributions
- Setting internal capital thresholds and Capital Risk Limits that ensure minimum regulatory capital requirements are met at all times in the US jurisdictions as required by respective regulatory authorities for the IHC and regulated legal entities within the IHC
- Performing IHC-wide internal and regulatory driven capital stress tests (e.g., CCAR, DFAST) as well as taking part in Group-wide internal and regulatory driven stress tests to ensure that the IHC holds sufficient capital under stressed conditions

Additionally, Barclays has established its Capital Contingency Plan which sets out Barclays' strategies for addressing its capital needs and requirements during capital stress events. The Capital Contingency Plan identifies capital stress categories to facilitate the monitoring and identification of potential contingency events. It also defines the approach for the quantification and projection of capital requirements across stress event types and durations.

Resolution capabilities

Barclays has an adequate amount of loss-absorbing capacity for US Non-Branch Material Operating Entities to be resolved in an orderly manner and for Barclays to execute its US-Specific Resolution Strategy

On December 15, 2016 the Federal Reserve Board adopted a Final Rule (TLAC Final Rule)[15] to strengthen the ability for US government authorities to orderly resolve the largest domestic and foreign banks operating in the United States without any taxpayer support. The TLAC Final Rule requires the largest US banks and foreign banks operating in the US to maintain a minimum amount of loss-absorbing instruments, including a minimum amount of unsecured long-term debt. Barclays is subject to the TLAC Final Rule and is required to comply by January 1, 2019. Barclays is planning on restructuring its non TLAC-eligible debt in 2018 and will be compliant with the TLAC Final Rule by January 1, 2019.

Key elements of our capital capabilities to support our resolution preparedness

- Developed Resolution Capital Execution Need (RCEN) and Resolution Capital Adequacy and Positioning (RCAP) capabilities

In order for Barclays to execute its US-Specific Resolution Strategy, the IHC should have an adequate amount of loss-absorbing capital and eligible long-term debt. Barclays is on track to have the required total loss-absorbing capacity (TLAC), including eligible long-term debt to ensure that Barclays has adequate capacity for the consolidated IHC (i.e., IHC TLAC). TLAC will be pre-positioned strategically within the IHC to provide flexibility depending on the specific stress event.

Barclays has developed a methodology for estimating the amount of capital that may be needed to support each US Non-Branch Material Operating Entity in resolution.

15. 12 CFR Part 252, Subpart P – Covered IHC Long-Term Debt Requirement, Covered IHC Total Loss absorbing Capacity Requirement and Buffer, and Restrictions on Corporate Holding Companies of Global Systemically Important Foreign Banking Organizations.

What is Resolution Capital Execution Need (RCEN)?

RCEN is the estimated minimum amount of capital that each US Non-Branch Material Entity is expected to need after the IHC files for bankruptcy to implement Barclays' US-Specific Resolution Strategy.

RCEN		Capital		P&L
Resolution Capital Execution Need	=	Well-Capitalized Amount	+	Cumulative Resolution Losses

Resolution Capital Execution Needs (RCEN)

Barclays has developed a methodology for estimating applicable US Non-Branch Material Entity's capital needs in resolution. The methodology includes 'well-capitalized' definitions to ensure each material entity has sufficient capital to execute Barclays' US-Specific Resolution Strategy. Barclays has implemented new forecasting tools and processes to enable the calculation of RCEN. The process for producing estimates includes the establishment of a review and challenged framework that ensures the estimates are accurate.

Resolution Capital Adequacy and Positioning (RCAP)

What is Resolution Capital Adequacy and Positioning (RCAP)?

RCAP informs how much capital both the IHC, on a consolidated basis, and each US Non-Branch Material Entity would be expected to need to withstand financial stress; RCAP enables Barclays to appropriately position capital at, or within, the US IHC.

Barclays has developed an RCAP framework that informs the pre-positioning of capital at each of the material entities within the IHC. Pre-positioning targets reflect the unique capital needs of each material entity in a resolution scenario. The pre-positioning framework was also developed considering the need to balance the positioning of capital directly at each material entity with the flexibility of holding capital at a holding company in order to cover unexpected losses.

The results of the pre-positioning demonstrate that Barclays has sufficient loss-absorbing capacity at the consolidated level to execute its US-Specific Resolution Strategy. Barclays is further increasing available capital resources in the IHC through restructuring additional TLAC eligible instruments to move toward TLAC compliance by January 1, 2019.

Liquidity

CUSO and IHC Liquidity Management in BAU

The base framework for Barclays' management of funding and liquidity in the US is a combination of limits and risk appetite. Barclays manages funding and liquidity within the limit framework ensuring funding and liquidity resources are managed in a way that keeps US-based legal entities, branches, and businesses within the established risk appetite.

Barclays uses a combination of targets and Early Warning Indicators (EWIs) to set additional management thresholds to support the requirements of the US business while ensuring the CUSO remains within its liquidity risk appetite. These tools enable additional forewarning and reaction time into liquidity management processes.

In addition to internally developed stress tests which meet the requirements set out by Regulation YY, stress tests mandated through other regulatory requirements are performed daily. Requirements applicable to Barclays' US Material Entities include the LCR for the IHC and BBDE. Barclays continually monitors the results of its stress tests and LCR to ensure adherence to all internal limits and external regulatory requirements.

Dedicated liquidity buffers are sized based on stress testing results and established for the IHC and NYBR. Liquidity buffers are managed to meet these metrics to ensure liquidity resources are available in the unlikely event of a severe liquidity stress environment. IHC and NYBR liquidity buffers are managed in the US and are held either in lien-free US-based accounts or deposited with the Federal Reserve Bank.

Barclays has established its Contingency Funding Plan (CFP) which sets out the company's strategies for addressing its liquidity needs and requirements during liquidity stress events. The CFP defines liquidity stress categories characterized by event type, duration and severity. The CFP establishes a framework of contingency EWIs and triggers, collectively aligned to liquidity stress categories to facilitate the monitoring and identification of potential contingency events. It also defines the approach for the quantification and projection of funding requirements across stress event types and durations.

Barclays maintains adequate liquidity resources positioned appropriately to execute our US-Specific Resolution Strategy

Execution of Barclays' US-Specific Resolution Strategy is underpinned by our US Non-Branch Material Operating Entities maintaining adequate liquidity to remain solvent and meet anticipated funding needs during resolution. In times of severe financial stress, Barclays' US Operations may experience liquidity outflows based on wholesale funding and prime brokerage activity, deposit outflows, or heightened actions (e.g., increased collateral requirements) taken by counterparties and/or FMUs.

Key elements of our liquidity capabilities to support our resolution preparedness

- Comprehensive understanding of funding sources, uses and risks
- Developed Resolution Liquidity Execution Need (RLEN) and Resolution Liquidity Adequacy and Positioning (RLAP) capabilities
- Liquidity resources are pre-positioned at US Non-Branch Material Entities
- Triggers tied to resolution needs are integrated into our CUSO Contingency Framework

Our liquidity capabilities are designed so that our US Non-Branch Material Operating Entities have sufficient liquidity and/or that liquid financial resources are positioned and readily available. Having these capabilities allows our US Non-Branch Material Operating Entities to continue to meet obligations when they come due and respond to heightened financial requirements which may be posed by counterparties in times of a severe stress. These capabilities are supported by models and processes for estimating and maintaining sufficient liquidity to execute the US-Specific Resolution Strategy. The Agencies commonly refer to these liquidity capabilities as Resolution Liquidity Adequacy and Positioning (RLAP) and Resolution Liquidity Execution Need (RLEN).

Resolution Liquidity Adequacy and Positioning (RLAP)

Barclays has developed the capability to measure RLAP to ensure liquidity is readily available to meet any deficits for the stand-alone liquidity position of each US Non-Branch Material Operating Entity, BGUS, and the IHC, on a consolidated basis.

What is Resolution Liquidity Adequacy and Positioning (RLAP)?

RLAP estimates how much liquidity both the IHC, on a consolidated basis, BGUS, and each US Non-Branch Material Operating Entity would need over a specified time horizon to withstand a severe stress. RLAP enables Barclays to appropriately position liquidity across our US Non-Branch Material Entities and at our US Holding Companies.

Our RLAP methodology covers a period of 30 days and leverages Barclays' internal liquidity stress test model and assumptions to estimate the stand-alone liquidity position of each US Non-Branch Material Operating Entity and BGUS.

Barclays has accordingly pre-positioned liquidity resources at IHC Material Entities to cover the potential liquidity needs identified through the RLAP methodology.

Our RLAP methodology takes into account:

- Daily contractual mismatches between inflows and outflows
- Daily flows from movement of cash and collateral for inter-affiliate transactions
- Daily liquidity flows and trapped liquidity as a result of potential actions taken by clients, counterparties, key FMUs and foreign supervisors

Consistent with Regulation W, our RLAP methodology does not assume that any liquidity surpluses at our Insured Depository Institution (e.g., BBDE) could be moved to meet any liquidity deficits at an affiliate. Further, our RLAP methodology treats any inter-affiliate exposure similar to exposure from a third party.

Consistent with the 2018 FBO Guidance, Barclays is not required to develop RLAP models for its US Branches deemed Material Entities for resolution planning (i.e., NYBR); however, Barclays maintains a sufficient liquidity buffer to meet net stressed cash flows of our US Branches over the first 14 days of a 30-day stress horizon to meet Regulation YY requirements.

Resolution Liquidity Execution Need (RLEN)

Barclays has developed a methodology for estimating the liquidity needs in resolution to stabilize US Material Entities and allow those entities to operate in line with our US-Specific Resolution Strategy.

What is Resolution Liquidity Execution Need (RLEN)?

RLEN is the estimated minimum amount of liquidity that our US Non-Branch Material Operating Entities and our surviving US Material Holding Company (i.e., BGUS) is expected to need to implement Barclays' US-Specific Resolution Strategy.

We have developed forecasts and implemented a methodology for estimating the minimum operating liquidity (MOL) and peak funding need (PFN) for each US Non-Branch Material Operating Entity to operate through resolution consistent with regulatory requirements, market expectations, and our US-Specific Resolution Strategy. These forecasts inform our RLEN estimate.

RLEN		MOL		PFN
Resolution Liquidity Execution Need	=	Minimum Operating Liquidity	+	Peak Funding Need

Our RLEN methodology provides the ability to:

- Estimate the MOL at our US Non-Branch Material Operating Entities and our surviving US Holding Company
- Forecast daily cash flows for each US Non-Branch Material Operating Entity and our surviving US Holding Company through the stabilization period
- Provide a breakdown of inter-affiliate transactions
- Estimate the MOL and PFN to inform the provision of financial resources

To support that our US Non-Branch Material Operating Entities can operate without disruption in resolution, our MOL estimates captures intraday liquidity requirements, operating expenses, working capital needs and inter-affiliate funding frictions (i.e., any impediments to the free flow of funds or collateral; frictions may include regulatory, legal, financial, market, or operational constraints or requirements). Our peak funding need estimates are projected for our US Non-Branch Material Operating Entities and our surviving US Holding Company and cover the length of time Barclays expects it would take to stabilize each entity.

Our RLAP and RLEN capabilities have been developed, in partnership, with Americas Risk, Americas Treasury and the business lines. These capabilities have undergone a rigorous process of independent review and challenge by Barclays' internal model governance function.

Derivatives and Trading Activities

Barclays has a global booking model that is supported by our Enterprise Risk Management Framework and policy standards with controls to manage business activities and risk that arises from trading activities

Barclays enters into derivative contracts to satisfy the needs of its clients, for trading purposes and to manage Barclays' exposure to market, interest rate and credit risks resulting from its trading, market making and other business activities. As part of Barclays' Risk Management policies, Barclays manages risks on an aggregate basis; however, entity level management exists to ensure that exposures of each individual entity are managed appropriately. Barclays uses industry standard derivative contracts whenever appropriate.

Barclays' US derivative and trading activity supports an orderly resolution by having:

- Adherence to the Universal Stay Protocol
- Completed both passive and active wind down analysis of our US derivative and trading portfolio as part of our US-Specific Resolution Strategy
- Management information systems to support track and report intercompany risk
- Operational capacity to transfer prime brokerage accounts to peer prime brokers in an orderly manner
- Transparency into the risks associated with derivatives trading for Material Entities

Adherence to the Universal Stay Protocol

To support our US-Specific Resolution Strategy and to mitigate the risk that the bankruptcy of the IHC will trigger a cross-default under certain derivatives transactions, Barclays agreed to adhere to a protocol (the Universal Stay Protocol) which was developed by the International Swaps and Derivatives Association (ISDA) in coordination with the FSB and international regulators to support cross-border resolution and reduce systemic risk.

BBPLC is Barclays' registered Swap Dealer in the US and is the contracting party for the vast majority of the Group's ISDA Master Agreements and OTC derivatives. By adhering to this protocol, Barclays and other adhering counterparties, recognize that, with respect to secured financing transactions (SFTs), ISDAs, repurchase agreements and securities lending agreements, cross-default rights that would otherwise arise under the terms of such agreements would be stayed temporarily (and in some circumstances overridden) on the resolution of one of the parties and that restrictions on the transfer of credit support for the foregoing agreements must likewise be limited in certain circumstances.

Consistent with the requirements of the Qualified Financial Contracts (QFCs) rules promulgated by the Agencies in 2017, Barclays is also committed to remediating any QFCs, including through the use of one or more Jurisdictional Modular Protocols being proposed by ISDA. Such Protocols allow for the recognition of stays under various resolution regimes on the exercise of default and other rights under QFCs in connection with resolution, limit the exercise of cross-default provisions in QFCs and limit restrictions on the transfer of credit support that could be an impediment to the orderly resolution of Barclays.

Derivatives booking practices

Barclays has limited derivatives exposure booked in its IHC subsidaries. The majority of derivatives transactions are limited to forwards, highly liquid exchange traded options and futures contracts that have short dated maturities. Barclays' derivative mark to market exposures are only a fraction of their notional values.

Barclays' US derivatives exposure is de minimis compared to its US and FBO peers and their unwind would not result in systemic risk in the US, in the event derivatives are wound down. Barclays' OTC derivatives activities are largely booked in either BBPLC or Barclays Capital Securities Limited, both of which are UK-domiciled entities.

Wind down of derivative portfolio

We have conducted analysis on two different ways that Barclays could wind down our broker-dealer's (i.e., BCI) derivative inventory:

- Passive wind down: Derivative positions would contractually mature
- Active wind down: Active actions taken by Barclays to wind down our derivative and trading inventory

We have incorporated the wind down analysis of our derivatives and trading activities into the resolution capital and liquidity execution needs for our US-Specific Resolution Strategy. Barclays has analyzed the risk profile of residual derivative portfolios that remain at the end of the active wind down period. Such analysis includes understanding size, composition, complexity, maturity profile, and counterparties.

Prime Brokerage unwind

Barclays' 2018 Plan includes an assessment on how, in the event of Resolution, Barclays would transfer prime brokerage accounts to peer prime brokers. Further we have analyzed potential risk such as operational challenges and asymmetric unwinding of positions and how such risks may be mitigated. The assessment is informed by assessing:

- Clients' relationships with alternative providers
- Manual and/or automated processes
- Client positions (i.e., long or short) liquidity of positions

For a summary of Barclays' derivative and hedging activities, please refer to the Appendix of the Public Section which provides additional Resolution Planning supporting information.

Operational Capabilities

Payment, Clearing and Settlement (PCS)

Barclays has capabilities to maintain continuity of payment, clearing and settlement activities leading up to and throughout resolution

Financial institutions, including Barclays, rely on and provide a number of PCS activities. These payment, clearing and settlement activities are crucial to carrying out financial institution and client transactions. Many payment, clearing and settlement activities are provided by Financial Market Utilities (FMUs).

What is an FMU?

FMUs are multilateral systems that provide infrastructure for transferring, clearing and settling securities and payments between financial institution's. As an FMU participant, a financial institutions access to an FMU is critical to conduct its routine activities.

In extreme stress situations and leading up to resolution, FMUs would want to ensure that an FMU member experiencing stress will not pose systemic risk to the FMU and/or other members of the FMU. As a result, FMUs may take actions to protect the FMU and its members. Such actions may include increased margins or heightened member management.

To mitigate such potential risks, Barclays has developed capabilities and performed analysis to maintain continued access to FMUs to support our US-Specific Resolution Strategy. Barclays has engaged with select FMUs to gain an understanding of the expectations FMUs would have of members in stress.

Barclays identified key FMUs that support our US Critical Operations, Core Business Lines, or Material Entities based on volume and value data for each FMU involved in PCS activities.

FMU Playbooks have been developed for each key FMU for the 2018 Plan. The FMU Playbooks demonstrate how Barclays will maintain financial obligations, operational access and reporting and communications with the FMUs to facilitate an orderly resolution. Financial analysis has been developed which quantifies and analyzes how relevant exposures and obligations of PCS activities can be sustained.

Barclays has the operational and financial resiliency to maintain access to FMUs, leading up to and throughout resolution. Our 2018 Plan includes analysis to support assumptions that Material Operating Entities operating outside of insolvency proceedings retain access to FMUs and Agent Banks.

Barclays has assessed the potential effects of adverse actions by FMUs and agent banks such as suspension or termination of membership or services on its US Operations, customers and counterparties. Barclays has developed contingency arrangements in the event of such adverse actions.

Our capabilities help us understand each US Non-Branch Material Operating Entity's PCS activities, including contractual obligations and commitments.

For example, Barclays has capabilities to track the following items by Material Entity and location/jurisdiction:

- PCS activities mapped to the relevant Material Entities and Core Business Lines
- Customers and counterparties for PCS activities including values and volumes of various transaction types, as well as used and unused capacity for lines of credit
- Exposures to and volumes with FMUs, nostro agents, and custodians
- Services provided and service level agreements for other current agents and service providers

Collateral

Barclays has robust capabilities and systems to identify, value, and manage collateral that US Material Entities receive from and post to external parties and affiliates

Barclays has robust systems and processes for monitoring and managing collateral to satisfy the Agencies' expectations outlined in the 2018 FBO Guidance

Collateral, which may be in the form of securities or cash, is used to secure a transaction, such as a repurchase agreement (i.e., repo), and facilitates the mitigation of credit exposure. Having robust collateral management and monitoring capabilities, inclusive of the ability to aggregate collateral data in a timely manner, is of high importance in the execution of an orderly unwind of positions and/or transfer of client portfolios to alternative providers. Barclays is able to identify, track and value firm, client or counterparty collateral that it has received or delivered for each of the Material Entities. Collateral data across multiple Barclays systems is aggregated into a holistic collateral data repository where information can be reported on across legal entities, businesses, FMUs, and jurisdictions.

What is collateral and why is collateral management important?

Collateral is assets posted to Barclays or posted by Barclays in support of various transactions. It provides the recipient additional protection in the event of counterparty nonperformance or insolvency.

Specifically, Barclays has robust capabilities to:

- Query and provide aggregate statistics for QFCs concerning key collateral-related contract terms
- Track collateral sources and uses at the Committee on Uniform Securities Identification Procedures (CUSIP)[16] level on at least a t + 1 basis
- Identify CUSIP and asset class level information on collateral pledged to specific central counterparties by legal entity on at least a t + 1 basis
- Track and report on interbranch collateral pledged and received on at least a t + 1 basis
- Review material terms and provisions of ISDA Master Agreements and the Credit Support Annexes, for triggers based on changes in market conditions

On any business day on at least a t + 1 basis, Barclays has the capabilities to:

- Identify the legal entity and jurisdiction where collateral is held
- Document netting and rehypothecation arrangements with affiliates and external parties
- Track and manage collateral requirements associated with counterparty credit risk exposures between affiliates, including foreign branches

Management Information Systems (MIS)

Management information that is reliable and credible is critical to support timely decision making leading up to and throughout resolution. Barclays has MIS capabilities to readily produce data on a US Material Entity basis and has controls to ensure data integrity and reliability.

As part of the annual Resolution Planning process, Barclays undertakes an exercise to gather an inventory of management information and reporting that is required for Barclays to execute its US-Specific Resolution Strategy. As part of this exercise, we analyzed the specific types of risk and financial data that would be needed and the frequency Barclays would need to produce such information to execute our strategy.

Barclays has the capability to produce the types of information expected by the Agencies in the 2018 Guidance on a timely basis; this includes, but is not limited to, the following information by Material Entity:

Category	MIS
Finance	Financial statements for each Material Entity
	Transactional data between Material Entities (e.g., guarantees, cross holdings, commitments)
Risk	Gross net risk positions with internal and external counterparties
	External and inter-affiliate credit risk exposures
Business Valuation	Data to facilitate third-party valuation of assets and businesses
Legal	Legal agreement information
	Legal records for domestic and foreign entities
Operational	Key third-party contracts
	Inter-affiliate service agreements
	Licenses and memberships to market utilities (e.g., FMUs, value transfer network)
	Key Human Resource information
	Agreements and legal documents related to property

16. Nine-digit, alphanumeric numbers that are used to identify securities, including municipal bonds.

Shared and Outsourced Services (SOS)

The IHC maintains a shared service model where services are predominantly provided by financially and operationally resilient US Service Entities

To ensure continuity of both shared and outsourced services that support our Critical Operations and Core Business Lines, Barclays has developed strategies designed to support the continuity of services after the bankruptcy of the US IHC.

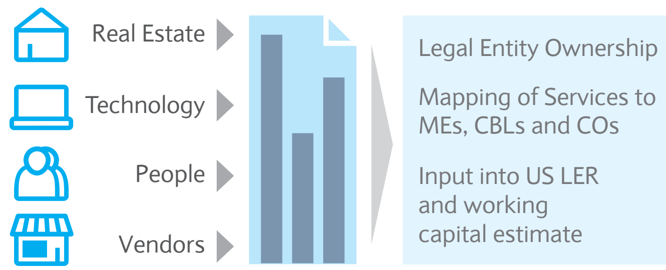
The critical services required to execute our US-Specific Resolution Strategy are predominantly provided by our US Service Companies (i.e., BSC, BSLLC). For Material Service Entities that provide shared services that support Critical Operations, our 2018 Plan discusses how our firm will ensure operational continuity of such shared services through resolution.

Key elements of our SOS capabilities to support our resolution preparedness include:

- Identification of shared services that support Critical Operations and Core Business Lines
- Incorporation of our interconnectivity analysis into our US LER Criteria
- Mechanisms to ensure continuity of services required for our US-Specific Resolution Strategy
  - Intra-group agreements
  - Resolution terms in vendor contracts
  - Working capital reserves
  - Employee retention strategies
- Ability to produce management information and data on services required for resolution

Since our first Resolution Plan submission submitted to the Agencies in 2012, Barclays has identified shared and outsourced services that support our US Core Business Lines and US Critical Operations. As part of the annual resolution planning process, Barclays has refreshed its interconnectivity analysis which identifies inter-affiliate and outsourced (i.e., vendor) services required to execute our US-Specific Resolution Strategy. Our services are mapped and identify how and where these services support our US Core Business Lines and Operations. Our interconnectedness analysis has been incorporated into our US LER Criteria, and aligned to our mechanisms to ensure continuity of services for resolution.

Elements of Barclays' US Resolution Planning Interconnectivity Analysis



Our Material Service Entities are both financially and operationally resilient to continue to provide services. Our Material Entities are contractually obligated through intra-group agreements (IGAs) to neither terminate nor suspend delivery of services due to the insolvency of a US affiliate. Our IGAs are stored in a central repository and accessible in resolution. Barclays maintains working capital reserves sufficient to cover contract costs consistent with the US-Specific Resolution Strategy; working capital is held in a manner that ensures its availability in resolution for its intended purpose.

Barclays has also identified key vendor contracts required to execute our US-Specific Resolution Strategy and evaluated the agreements governing these services to determine if any contain clauses that could result in termination of services upon resolution; Barclays has worked with our third-party vendors to mitigate risks associated with operational continuity.

Structural Capabilities

Governance Mechanisms

We have capabilities to identify stress from the onset so that key decisions are considered within an appropriate time frame

The ability for senior management and the Boards to meet and make timely decisions is critical to responding to any type of stress event. For managing any type of stress event, including Resolution, appropriate mechanisms must be in place to recognize and escalate to the appropriate governance bodies. As part of Barclays' resolution preparedness we have developed governance mechanisms to ensure the appropriate US governance bodies and management are prepared to respond quickly and make timely decisions to execute our US-Specific Resolution Strategy.

Key elements of our governance capabilities to support our resolution preparedness include:

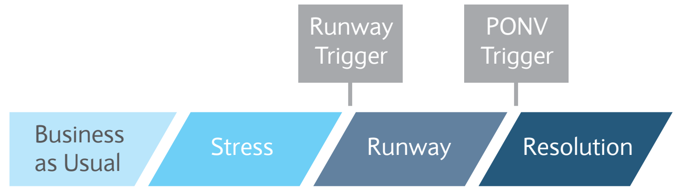
- An IHC and CUSO contingency framework
- Playbooks detailing actions US Non-Branch boards and senior management will need to consider to execute our US-Specific Resolution Strategy
- US communication strategy for both internal and external stakeholders
- A strategy to retain employees needed for resolution
- Legal analysis to support provision of financial resources before bankruptcy

Contingency and Resolution Planning and Triggers

The evolution of liquidity and capital management across the full spectrum of stress phases, beginning with BAU and ending with Resolution, underpins the need for a holistic contingency management framework for the US IHC and the Consolidated US Branches (collectively the Combined US Operations or CUSO). The interrelation between capital and liquidity further underscores Barclays' approach to align both disciplines and ensure interlock between Barclays Group and the IHC and CUSO.

The CUSO Contingency Framework guides contingency liquidity and capital management across the following phases:

Simplified CUSO and US IHC and Contingency Continuum



- Business as Usual: Barclays' IHC and CUSO are operating in a normal environment with normal levels of stress. No triggers associated with Barclays' US-Specific Resolution Strategy have been met
- Stress: Barclays' IHC and CUSO experience a stress event affecting their operating conditions. Senior management and/or the appropriate Boards takes appropriate actions and executes contingency options as appropriate based on the level of stress
- Runway: Begins when Barclays' US Operations hit the runway trigger and the appropriate Boards take actions to prepare for a likely Resolution
- Resolution: Begins when Barclays' US Operations hit the Point of Non-Viability and the appropriate Boards take actions to enter into Resolution

The CUSO Contingency Framework ensures appropriate monitoring, controls, escalations and actions are in place at each stage of the continuum to forewarn management of potential liquidity and capital risks and provide adequate time to implement remediating actions.

The governance capabilities Barclays has developed for US Resolution Planning complement our CUSO Contingency framework and further build out the actions and decision making required, across the Runway and Resolution phases, to facilitate Barclays' US-Specific Resolution Strategy.

Governance Playbooks

Barclays has identified the governance mechanisms that would ensure communication and coordination between the Boards of the US IHC and its subsidiaries. Barclays has spent a significant amount of time to identify the communication, actions and decisions required by senior management and US Non-Branch Material Entity Boards to support an orderly execution of our US-Specific Resolution Strategy. This exercise has allowed Barclays to ensure that processes are in place and that senior management is positioned to make or recommend decisions to the appropriate Boards.

Barclays has developed Governance Playbooks to help facilitate Barclays' US-Specific Resolution Strategy and advance Barclays' resolution preparedness. Our Governance Playbooks include Board and Senior Management Playbooks and a Communication Playbook.

Barclays has prepared Board and Senior Management Playbooks for each US Non-Branch Material Entity board that outline actions that the Board and/or Senior Management will need to consider to facilitate Barclays' US-Specific Resolution Strategy. Barclays has integrated triggers based on the Resolution liquidity and capital forecasts (e.g., RCEN, RLEN) into the Board and Senior Management Playbooks to support the timely execution of our US-Specific Resolution Strategy.

Timely communication to both our internal and external stakeholders is key for the execution of our US-Specific Resolution Strategy; in times of extreme stress, there are many different instances where communications to stakeholders are needed. Barclays has developed a comprehensive Communication Playbook that identifies Barclays' proposed communication strategy for both internal and external stakeholders across key events of our US-Specific Resolution Strategy. The Communication Playbook outlines Barclays' strategy, approach, activities and timing for stakeholder engagement and communication across the resolution timeline (i.e., from the material financial distress event throughout resolution).

To support continuity of personnel, Barclays maintains employee retention mechanisms to ensure key personnel required for the execution of Barclays' US-Specific Resolution Strategy are retained in the event of financial distress.

Support within the United States

Our US-Specific Resolution Strategy provides for the provision of capital and/or liquidity by BUSLLC to its US affiliates prior to the bankruptcy of the US IHC. To support our US-Specific Resolution Strategy, the 2018 US Resolution Plan includes analysis of the potential state law and bankruptcy law challenges and mitigants to ensure the provision of financial resources. Further, Barclays' analysis includes assessment of potential legal obstacles, such as claims of fraudulent transfer, preference and breach of fiduciary duty. Risks relating to the potential challenges to the planned provision of financial resources are mitigated through the establishment of an SSA and the pre-positioning of financial resources appropriately in our US Holding Companies and our US Non-Branch Material Entities.

US Legal Entity Rationalization

Over the past seven years Barclays has significantly changed its US structure and business activities driven by both business and regulatory mandates

We believe that with the establishment of the IHC and the implementation of Regulation YY, Barclays' efforts since 2012 to reduce our number of legal entities and the change to our funding structure, our US legal entities and business lines are currently well aligned to support the resolvability and separability of our US Operations.

Barclays' US Legal Entity Rationalization (LER) Criteria formalizes practices and actions Barclays has taken and will continue to take to simplify its US legal entity structure.

Changes to our legal entity structure which enhance the resolvability of our US Operations

- Established an IHC (BUSLLC) and transferred ownership interest in the substantial majority of our US subsidiaries to the IHC
- Organized all of our US Non-Branch Material Entities under a single holding company, under the IHC
- Reduced the number of US Entities by over 300 since 2012
- Strong governance to review and challenge changes and establishment of new legal entities

Barclays has established US LER Criteria for our US Entities that support Barclays' US-Specific Resolution Strategy and minimize the risks to the US financial stability in the event of resolution.

The objectives of Barclays' US LER Criteria are not solely focused on reducing the number of entities, but are, in addition, focused on broader areas that support our US-Specific Resolution Strategy. Key areas of our LER Criteria which support our US-Specific Resolution Strategy are identified below.

Building Blocks of Barclays US LER Criteria

Clean Lines of Ownership	Clean Funding Pathways
Clean Holding Company	Allocation of activities across US Branches and US Non-Branch Entities
Maintaining Financial Resiliency	Mitigating Financial Interconnectedness
Continuity of services required for resolution	Protecting our IDI
Minimizing complexity	Minimizing Redundant and Dormant Entities

Given the diversity of the items comprising of our US LER Criteria, individual functions throughout Barclays in the US are responsible for the ongoing application of the US LER Criteria. Barclays has developed an explanation for each US LER Criteria and how it supports resolution so that individual functions responsible for the ongoing application of the Criteria understand how such criteria supports Barclays' US-Specific Resolution Strategy.

Barclays has embedded its US LER Criteria into business as usual processes and day-to-day decision making. We have established a governance process to ensure ongoing application of the US LER Criteria and, as part of the Resolution Planning process, to reevaluate our US LER Criteria and our compliance with the criteria.

Governance committees have been established to ensure that resolution considerations, along with other considerations such as capital and liquidity, are taken into account before decisions are made with respect to business operations, new product determinations, structural reform requirements, potential booking model changes or new legal entity creations. The Americas Resolution Planning function is embedded into relevant governance committees.

Separability

Barclays has analyzed its US Operations and identified objects that under a range of scenarios and market conditions could be sold or transferred in resolution

Barclays has carefully analyzed its US Operations and completed initiatives to ensure that Barclays is prepared to consider divesting discrete US Operations (i.e., objects of sale) under different market conditions.

Key capabilities to support the divesture of potential objects of sale

- Conducted separability and buyer due diligence analysis
- Limited financial and operational interconnectedness
- Simplified US legal entity and ownership structure
- Established a virtual data room
- Maintained financials and other financial, business and operational information

We have performed buyer due diligence on our objects of sale to identify potential buyers. As part of the analysis, we screened a number of foreign and domestic institutions of different sizes and footprints in the US. We evaluated potential buyers across different categories (e.g., strategic fit, regulatory impediments).

Barclays has assessed how objects of sale are operationally and financially interconnected with our affiliates (i.e., reliance on affiliates for funding, shared services) and third parties for outsourced services. Our objects of sale have limited operational and financial interconnectedness which reduces the complexity in the divesture/sale.

Further, we have identified potential legal risks which may occur based on the divesture of objects of sale and identified strategies on how risks would be mitigated.

Our US legal entity structure and ownership structure supports the divesture and separability with respect to our objects of sale. We believe our US legal entity structure is positioned to allow our strategic actions to be executed without impacting the solvent wind down of Barclays' US Operations. As part of our US LER Criteria we developed specific US LER Criteria that support the separability of our objects of sale.

Where Barclays has identified objects of sale, we have established virtual data room capabilities which contain detailed financial, business and operational information. The data rooms will assist in accelerating timelines associated with the divesture of our objects of sale and preserve the value of the business. Potential acquirers will have necessary information to begin the due diligence process quickly.

US Resolution Planning Governance

The 2018 Plan was approved by the US IHC Board on June 20, 2018 in accordance with a rigorous governance process. Barclays developed a governance structure that leverages Barclays' existing governance framework for the purpose of resolution planning.

Development of the US Resolution Plan involves multiple functions within the US operations and Group including, but not limited to, Barclays Internal Audit (BIA), Compliance, Controls Office, Corporate Affairs, Corporate Communications, Corporate Real Estate (CRES), Corporate Secretariat, Enterprise Data, Front Office COOs, Finance, Global Payments, Global Technology and Infrastructure (GTIS), Group Corporate Architecture (GCA), Group Recovery and Resolution Planning (Group RRP), Group Resilience, Human Resources (HR), IHC Management, Investor Relations (IR), Independent Validation Unit (IVU), Legal, Market Data Management, Marketing and Branding, Operations, Quantitative Analytics (QA), Regulatory Relations, Risk, Security, Strategic Sourcing, Strategy, Tax, Technology, Treasury, Treasury Risk Oversight (TRO), US Cards Business and US Recovery and Resolution Planning (US RRP).

The US RRP function consolidates all materials and develops the plan throughout numerous editing and vetting cycles. Content in the US Resolution Plan is attested to by the Accountable Executives of each relevant business unit or function that contributed the input. The RRP Americas Steering Committee is comprised of senior executives from all aspects of the businesses and functions and is chaired by the Chief Administrative Officer (CAO) Americas. The US Resolution Plan is subject to approval by the RRP Americas Steering Committee and executive attestation by the RRP Americas Accountable Executive. The RRP Americas Steering Committee is the first level of approval for the US Resolution Plan. The US Resolution Plan is subsequently approved by the BCI and BBDE Boards and the New York Branch (NYBR) management committee, followed by the US Executive Committee (US ExCo) and the IHC Board, respectively, prior to submission to the FRB and FDIC.

Barclays' US Resolution Plan has historically been approved by the Board of Directors of Barclays PLC (BPLC), as the Covered Company, for previous plan submissions. In the case of non-US-based covered companies such as Barclays, the US Resolution Plan Rule permits a delegee acting under the express authority of such Board to approve the Resolution Plan. The advent of the US IHC since the filing of Barclays' last US Resolution Plan provided an opportunity to realign approval to the board most directly involved in the oversight of the US Resolution Plan exercise. As Barclays PLC (BPLC) is the covered company, the BPLC Board has formally delegated the approval for the 2018 Plan to the BUSLLC (IHC) Board. Based on this delegation, governance now resides in the US. The US Governance includes:

- BUSLLC Board of Directors
- US ExCo
- BGUS Board of Directors
- BCI Board of Directors
- BBDE Board of Directors
- New York Branch Committee
- RRP Americas Steering Committee
- Americas RRP Accountable Executive
- Individual Accountable Executives

Additional Resolution Planning Supporting Information

Additional information on Barclays, our US-Specific Resolution Strategy, the US IHC and our US Operations.

Additional Resolution Planning Supporting Information

Description of Core Business Lines

Core business lines, as defined in the Final Rule, are those business lines of the Covered Company, including associated operations, services, functions and support, which in the view of the Covered Company, upon failure, would result in a material loss of revenue, profit or franchise value. For the 2018 Plan, Barclays identified five Core Business Lines in accordance with the Final Rule.

The Core Business Lines and the Material Operating Entities where the Core Business Lines are conducted for the 2018 Plan are identified below.

	In scope for the 2018 Plan	
Barclays Business Line	Core Business Line (CBL)	Core Business Line mapped to Material Entity
Corporate and Investment Bank	Credit	BCI and NYBR
	Equities	BCI
	Macro	BCI
	Financing and Agency Derivative Services	BCI
Consumer, Cards and Payments	US Cards	BBDE

The business activities that are in scope for the 2018 Plan are described as follows:

Credit

The Credit Core Business Line is comprised of two main products: Corporate Credit and Municipal Finance. From investment grade securities through to distressed debt, we cover the full credit capital structure in multiple currencies.

- Corporate Credit provides market-making activities and liquidity through corporate bonds, preferred stock, loan products, and bankruptcy claims on a secondary basis for clients. It also facilitates the distribution of, and provides liquidity for, Barclays' new issue corporate credit franchise, supporting the Capital Markets businesses within Banking. The client base for these products includes banks, insurance companies, pension plans, asset managers, money market funds, hedge funds, central banks, broker-dealers and large institutional investors
- Municipals Trading and Sales is a business that trades in high grade, taxable, spread flow and short-term municipal securities. As municipals are exclusively traded in US dollar (USD) currency, activity is primarily conducted through BCI and NYBR. Municipals Trading and Sales provides liquidity through market-making activities on a secondary basis for clients. The business also provides liquidity for Barclays' new issue municipal finance business. Clients include banks, insurance companies, pension plans, asset managers, money market funds, hedge funds, central banks, broker-dealers and large institutional investors

Equities

The Equities Core Business Line is comprised of three main business lines: Cash Equities, Equity Financing, and Equity Derivatives.

- Cash Equities provides full-service capabilities across content, issuance and execution for exchange traded and over-the-counter equities products. All cash equities trading is conducted in BCI. Cash equities includes:
  - Cash Trading is a business that trades stocks on global exchanges. It is an industry sector-based, single-stock trading business focused on trade execution for institutional clients. The US Cash business primarily trades listed stocks on US exchanges such as the New York Stock Exchange and NASDAQ OMX Group
  - Program Trading facilitates trade execution and customized solutions across multiple markets for trading baskets of stocks. The offering includes portfolio trading on an agency or principal basis. The desk also provides clients with trading analytics, sophisticated algorithmic strategies, customized analysis and index-related research
  - Convertibles is a client-facing business that executes client orders in exchange-listed and OTC convertible securities for institutional clients. The primary products that the business makes markets in are for convertible bonds and convertible preferreds. The business operates primarily in an OTC market as opposed to a listed market like the Cash Equities business
- Equity Financing covers prime brokerage services, direct market access (DMA) execution services, and cash/synthetic financing of client equity and equity-linked positions, as well as the street-side securities lending and secured funding functions for equity and equity-linked securities. Barclays also provides securities lending and securities funding for internal Barclays businesses. In the US, Barclays conducts its Equity Financing business in BCI, with custody provided by BCI

- Equity Derivatives incorporates Barclays' client-facing business that provides full-service capabilities across execution and issuance of flow derivatives products, and options market making. All US activity for the business is conducted through BCI
  - Flow Derivatives is a client-facing business that facilitates customer order flow, execution of principal hedging strategies, and makes markets, providing liquidity in a variety of equity options, ETFs, ETNs and futures on both single names and indices. The desk transacts in listed options on all major US listed options exchanges
  - Equities Strategies specializes in automated options market making to provide liquidity on electronic equity options markets. Equities Strategies is supported by a cutting-edge infrastructure that leverages complex algorithms which gives the business its competitive edge. Equity Strategies does not have clients and activities are limited only to exchange-based trading

Macro

- Rates is a global business that performs market-making activities and provides liquidity in government securities, agencies, commercial paper and supra sovereign bonds to institutional investors. The trading desk transacts as principal to buy and sell securities to facilitate customers' flow orders, hedge for risk management purposes and provide liquidity for new-issue origination. The Rates business is a US government bond primary dealer. In the US, Rates cash products are traded in BCI

Financing and Agency Derivative Services

- Fixed Income Financing is a business that participates in securities lending and borrowing activities, bi-lateral repurchase, and reverse repurchase transactions, and tri-party repurchase transactions. Clients include securities lenders, central banks, global banks, financial institutions, money fund and asset managers. The business performs two basic functions: firm financing and matched book (client) financing. In the US, Barclays conducts its Fixed Income Financing business in BCI
- Agency Derivatives Services (ADS) is a global business that provides execution, clearing, intermediation and settlement services to both internal trading desks and external customers. ADS includes futures and OTC clearing. BCI is the legal entity that faces US customers and clears all activity for its global clients on US futures exchanges and central counterparties

US Cards

- US Cards is the US division of the global Cards and Payments business. US Cards' primary business is the issuance of credit cards to consumers via co-branded partnerships and own branded cards. It also offers online retail deposits, consumer loans and certificates of deposit (CDs) to customers. US Cards operates out of BBDE

Material Entities and Their Operational and Financial Interconnectedness

Barclays identified 12 Material Entities for its 2018 US Resolution Plan. Material Entities are defined by the Final Rule as a subsidiary or foreign office of the Covered Company that is significant to the activities of a Core Business Line or Critical Operation. Barclays considers that an entity is significant to the activities of a Core Business Line or Critical Operation if it accounts for a significant portion of a Core Business Line's assets, revenue and/or franchise value, houses a significant portion of a Critical Operation, is a key provider of capital or liquidity or provides critical services required to execute Barclays' US-Specific Resolution Strategy.

Classification	Entity/Branch	Acronym	Jurisdiction	Summary
Material Holding Company	Barclays US LLC	BUSLLC	United States	US Intermediate Holding Company
	Barclays Group US Inc	BGUS	United States	Holding Company
Material US Operating Entity	Barclays Capital Inc	BCI	United States	US Broker-Dealer
	Barclays Bank Delaware	BBDE	United States	Insured Depository Institution
	Barclays Bank PLC New York Branch	NYBR	United States	Branch of Barclays Bank PLC
Material Service Entity	Barclays Services Corporation	BSC	United States	US Service Company
	Barclays Services LLC	BSLLC	United States	US Service Company
	Barclays Services Limited	BSerL	United Kingdom	Service Company
	Barclays Global Service Center Private Limited	BGSC	India	Service Company
	US Real Estate Holdings No. 1 Limited	US RE1	United Kingdom	Real-Estate Holding Company
	US Real Estate Holdings No. 2 Limited	US RE2	United Kingdom	Real-Estate Holding Company
	US Real Estate Holdings No. 3 Limited	US RE3	United Kingdom	Real-Estate Holding Company

The table below provides detail on the assets, liabilities, and equity for each Material Entity.

Classification	Material Holding Company		Material US Operating Entity			Material Service Entity				
	BUSLLC[17] ($mm)[18]	BGUS ($mm)[18]	BCI ($mm)[18]	BBDE ($mm)[18]	NYBR ($mm)[18]	BSC ($mm)[18]	BSLLC ($mm)[18]	BSerL (£mm)[19]	BGSC (£mm)[19]	Real Estate Entities[20] ($mm)[19]
Assets	$157,927	$29,594	$106,460	$34,298	$86,528	$733	$55	£5,771	£202	$1,178
Liabilities	$141,213	$23,001	$98,948	$29,715	$86,528	$378	$19	£5,241	£91	$85
Equity	$16,714	$6,593	$7,512	$4,583	$0	$355	$36	£530	£111	$1,093

17. Consolidated.
18. US GAAP.
19. IFRS.
20. US Real Estate Entities includes: US RE1, US RE2 and US RE3.

Barclays US LLC

Characteristics	Description
Regulatory Status	Bank Holding Company; Intermediate Holding Company
Jurisdiction of Organization	Organized under the laws of the State of Delaware
Primary Regulators	Federal Reserve Bank of New York
Ownership	Wholly owned subsidiary of BBPLC and is ultimately owned by BPLC
Activities	BUSLLC, as a consolidated entity, is a diversified financial services company providing investment banking, brokerage, capital markets and consumer financial services to both institutional and consumer customers through its subsidiaries
Funding Sources	The funding needs of BUSLLC are provided primarily through equity downstreamed from its immediate parent, BBPLC

Summary of BUSLLC's Resolution Strategy under Our US-Specific Resolution Strategy[21]

With the formation of the IHC (BUSLLC) in July 2016, Barclays assessed a number of possible strategies to resolve our US Operations and has determined that the US Strategy, to meet the US Title I Requirements of the Dodd-Frank Act, is a SPOE at the US IHC. Our US-Specific Resolution Strategy is structured so that only the IHC (i.e., BUSLLC) enters into a bankruptcy proceeding and all Material US Operating Entities and Material Service Entities have sufficient capital and liquidity resources to continue operating outside of an insolvency proceeding. Our New York Branch will remain outside of any insolvency proceeding and may be placed under heightened supervision by its state regulator. Further, our US-Specific Resolution strategy is designed so that extraordinary government or taxpayer support is not required, fire sale of assets is avoided and the transfer of client accounts to alternative service providers is orderly.

Barclays Group US Inc

Characteristics	Description
Regulatory Status	Bank Holding Company
Jurisdiction of Incorporation	Incorporated under the laws of the State of Delaware
Primary Regulators	Federal Reserve Bank of New York
Ownership	Direct, wholly owned subsidiary of Barclays US LLC
Activities	Holding company above Material US Entities
Funding Sources	BGUS is funded on an unsecured basis via unsecured funding facilities provided by BBPLC and subsidiaries of BBPLC. Equity is provided by BGUS' immediate IHC parent, BUSLLC

Summary of BGUS' Resolution Strategy under Our US-Specific Resolution Strategy[22]

Prior to the bankruptcy filing of BUSLLC, BUSLLC will contribute its remaining assets (less excess cash to pay for bankruptcy administration costs) to BGUS upon the Final Contribution Event. To the extent capital and/or liquidity is needed by the US Non-Branch Material Entities, BGUS will provide capital and/or liquidity support pursuant to the SSA.

Throughout the resolution phase, the Material US Entity subsidiaries of BGUS will calculate, monitor and report on their capital and/or liquidity needs to ensure their needs are not greater than the capital and/or liquidity positioned.

BGUS will remain solvent and would not enter into insolvency proceedings; as a result, BGUS will have the flexibility to provide capital and/or liquidity support to Material US Entities.

21. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.
22. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.

Barclays Capital Inc

Characteristics	Description
Regulatory Status	• Securities Broker-Dealer • Futures Commission Merchant • Municipal Advisor
Jurisdiction of Organization	Incorporated under the laws of the State of Connecticut
Primary Regulators	• Securities Exchange Commission • Commodity Futures Trading Commission • Municipal Securities Rulemaking Board
Ownership	BCI's direct parent and sole stockholder is BGUS
Activities	BCI is a '4(k)(4)(E)' securities subsidiary under the Bank Holding Company Act, which permits it to engage in securities underwriting, dealing, or market-making activities. BCI's activities include transactions in asset-backed securities, agency mortgage-backed securities, debt securities, other corporate-related securities, equities, resale and repurchase agreements, securities lending and borrowing, and clearing derivative products. BCI is a primary dealer in US government securities. BCI has investment banking and capital markets business in the US
Funding Sources	The BCI balance sheet is funded primarily on a secured basis, via the repo market. Secured financing is performed by the Prime Financing business, which has both a fixed income repo desk and an equity financing desk within BCI. BCI's unsecured funding is provided through intercompany debt facilities and equity received from its parent legal entities, primarily BGUS
Other	BCI is headquartered in New York, with registered domestic branch offices in Atlanta, Bluffton, Boston, Chicago, Dallas, Houston, Los Angeles, Media, Menlo Park, New York, Radnor, San Juan, San Francisco, Seattle, and Washington DC. BCI's client base includes money managers, insurance companies, pension funds, hedge funds, depository institutions, corporations, trust banks, money market and mutual funds, domestic and international governmental agencies and central banks

Summary of BCI's Resolution Strategy under Our US-Specific Resolution Strategy[23]

BCI is expected to remain solvent and stay above minimum liquidity and capital regulatory requirements. To the extent capital and/or liquidity is needed, post the bankruptcy of BUSLLC, BGUS will provide capital and/or liquidity to BCI, pursuant to the SSA.

Throughout the runway, while BUSLLC prepares for bankruptcy, Barclays will respond to client requests to transfer positions; however, BCI will not proactively reduce its size or interconnectedness. BCI would continue to retain access to shared services provided by affiliates as contractually entitled under IGAs; BCI would also retain access to FMUs throughout resolution. Prime brokerage and other clients of BCI will likely transfer their positions and accounts to alternative providers.

Post the bankruptcy of BUSLLC, BCI will not solicit new business and will commence a solvent wind down which focuses on reducing systemic risk by transferring customer accounts and closing out trading positions either consensually or by not rolling trades as they mature.

23. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.

Barclays Bank Delaware

Characteristics	Description
Regulatory Status	Insured Depository Institution
Jurisdiction of Organization	Delaware-chartered FDIC-insured non-member bank domiciled in Delaware
Primary Regulators	• Federal Deposit Insurance Corporation • Consumer Financial Protection Bureau • State Bank Commissioner of Delaware
Ownership	BBDE is a wholly owned subsidiary of BGUS
Activities	BBDE's primary business is the issuance of Barclays-branded and co-branded credit cards within the US Barclays brand. The US Cards and Payments business is the United States portion of the global Cards and Payments business. The US Cards and Payments business also has an online retail deposit business offering savings accounts and term certificate deposit products in the US as well as a consumer lending business
Funding Sources	BBDE has a well-diversified mix of funding products consisting of retail deposits, brokered deposits, deposit sweeps, credit card securitization and intercompany funding including a small amount of subordinated debt from its indirect parent Barclays Bank PLC
Other	BBDE is headquartered in Wilmington, Delaware

Summary of BBDE's Resolution Strategy under Our US-Specific Resolution Strategy[24]

BBDE is expected to remain solvent and stay above minimum liquidity and capital regulatory requirements. To the extent capital and/or liquidity is needed, post the bankruptcy of BUSLLC, BGUS will provide capital and/or liquidity to BBDE, pursuant to the SSA.

Under our US-Specific Resolution Strategy, the consolidated BBDE entity and its associated service company (i.e., BSLLC) have been identified for potential sale due to BBDE's high quality credit card portfolio. Our strategy is designed to protect our depositors while having no impact on the FDIC's Deposit Insurance Fund.

BBDE will remain outside of insolvency proceedings. Throughout the runway, while BUSLLC prepares for bankruptcy, Barclays will respond to client requests; however, BBDE will not proactively reduce its size or interconnectedness. BBDE would continue to retain access to shared services provided by affiliates as contractually entitled under IGAs; BBDE would also retain access to FMUs throughout resolution.

BBDE will have sufficient liquidity to ensure depositors have access to their insured deposits. Barclays would have active communication with its customers to instill confidence that covered deposits are insured.

BBDE clients may request to transfer their positions and accounts to alternative providers. Post the bankruptcy of BUSLLC, leveraging our separability and data room capabilities, BBDE will begin the due diligence and marketing processes associated with the sale of BBDE and identify a potential buyer for BBDE.

24. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject

Barclays Bank PLC New York Branch

Characteristics	Description
Regulatory Status/Licensing	Licensed by the New York State Department of Financial Services as a branch of BBPLC, a bank organized under the laws of England and Wales
Primary Regulators	New York State Department of Financial Services (NYSDFS) and the Federal Reserve Bank of New York
Ownership	As a branch, NYBR is a part of Barclays Bank PLC (BBPLC) and has no branches, subsidiaries, associates or joint ventures
Activities	NYBR's primary activities are deposit taking, lending, management of Barclays' USD funding positions and US dollar clearing
Funding Sources	NYBR's balance sheet is funded via external unsecured financing markets and inter-branch funding received primarily from the BBPLC UK

Summary of NYBR's Resolution Strategy under Our US-Specific Resolution Strategy[25]

Under our US-Specific Resolution Strategy, NYBR would remain outside of any insolvency proceedings and may be put under heightened supervision by the its state regulator, the NYSDFS, who may impose additional AMR requirements. Barclays' 2018 Plan provides supporting analysis to demonstrate NYBR will be able to repay its internal and external obligations while complying with the AMR requirement, due to NYBR's strong liquidity position and stringent liquidity risk management. NYBR would continue to retain access to shared services provided by inter-affiliates as contractually required in IGAs; NYBR would also retain access to FMUs throughout resolution.

Although our US-Specific Resolution strategy does not contemplate the cessation of any US branch activities that are significant to the activities of a Critical Operation, Barclays' 2018 Plan includes analysis on the impact of the cessation of the NYBR. This analysis includes a description of Critical Operations and Shared Services provided by NYBR to IHC Subsidiaries and the identification of potential obstacles, and associated mitigants, presented by the cessation of shared services that support Critical Operations.

25. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.

Material Service Entities

Barclays has designated the following seven entities as Material Service Entities for the purposes of US Resolution Planning.

Barclays Services Corporation: BSC is a corporation domiciled in the US and incorporated in the state of Delaware and is a wholly owned subsidiary of BGUS. BSC provides infrastructure support services to Barclays' affiliates, primarily BCI and NYBR in the US, and to BBDE for certain services that are not provided by BBDE itself or its primary service entity, BSLLC.

Barclays Services LLC: BSLLC is a limited liability corporation domiciled in the US and incorporated in the state of Delaware and is a wholly owned subsidiary of BGUS. BSLLC provides customer service, infrastructure and operational support to BBDE.

Barclays Services Limited: BSerL is a private limited company domiciled and incorporated in England and Wales in the United Kingdom. Effective September 1, 2017, BSerL became the group service company, Barclays Execution Services, providing infrastructure and employment services across Barclays International and Barclays UK.

Barclays Global Service Center Private Limited: BGSC is a private limited company incorporated in India and a direct subsidiary of BSerL. BGSC provides information technology (IT) and IT-enabled services like data processing, payment processing, call center, financial accounting, financial analytics services, and technology solutions across Barclays International and Barclays UK.

US Real Estate Holdings No. 1, 2, 3 Limited: US RE1, US RE2, and US RE3 are limited liability companies incorporated in the UK. US RE1, US RE2, and US RE3 are indirect wholly owned subsidiaries of BBPLC. US RE1, US RE2, and US RE3 own freehold and/or leasehold interests in properties in the US.

Material Service Entities Funding Sources

Barclays manages its capital resources and requirements on a centralized and legal entity basis, across regulated and non-regulated entities. The Material Service Entities retain adequate capital for working capital needs and to support capital expenditure as required. Excess capital is returned to the Group in the form of dividends or capital repatriations. The Group and Americas Finance and Treasury functions collectively manage the appropriate capital requirements of the entities. BSC, BSLLC, BSerL, BGSC, US RE1, US RE2, and US RE3 are not individually regulated and, therefore, are not required to maintain any regulatory capital or to manage prescribed regulatory capital ratios on an ongoing basis. In the event that timing differences occur in managing their working capital, each of the Material Service Entities has access to backup funding facilities provided by BBPLC.

Summary of Material Service Entities' US-Specific Resolution Strategy[26]

Under our US-Specific Resolution Strategy, our Material Service Entities remain solvent and outside of any insolvency proceedings. Our Material Service Entities are both financially and operationally resilient and continue to provide services. Our Material Service Entities are contractually obligated through intra-group agreements to continue to provide services.

Our Material Service Entities maintain sufficient working capital to operate services and execute our US-Specific Resolution Strategy. While our US Material Service Entities are not expected to require additional capital and/or liquidity upon the bankruptcy of BUSLLC, US Material Service Entities, pursuant to the SSA, would have the ability to receive capital and/or liquidity support from BGUS in the event support was required.

26. The 2018 Plan is not binding on a bankruptcy court or other resolution authority and that the proposed failure scenario and associated assumptions are hypothetical and do not necessarily reflect an event or events to which the firm is or may become subject.

Interconnectedness among Material Entities

Barclays utilizes a unified shared service model that standardizes the provision of services and infrastructure between affiliates. The shared service model operates under a common governance structure and is designed to support the continuity of business globally. While the majority of services critical to the US-Specific Resolution Strategy are provided by US entities, there are certain services that are provided through, BSerL and its subsidiaries. See below for a summary of the interconnectivity among our Material Entities required to execute our US-Specific Resolution Strategy.

		Receiving Entity				
Providing Entity		BCI	BBDE	NYBR	BSC	BSLLC
Material Operating Entity	BCI			Personnel		
	BBDE					Personnel, Vendor Contracts, Real Estate, Technology
	NYBR	Personnel	Personnel			
Material Service Entity	BSC	Technology, Personnel, Vendor Contracts	Technology, Personnel, Vendor Contracts, Real Estate	Technology, Personnel, Vendor Contracts		Technology, Personnel, Vendor Contracts, Real Estate
	BSLLC		Technology, Personnel			
	BSerL	Technology, Personnel, Vendor Contracts	Technology, Personnel, Vendor Contracts	Technology, Personnel, Vendor Contracts	Technology, Personnel, Vendor Contracts	Technology, Personnel, Vendor Contracts
	BGSC	Personnel, Technology	Personnel, Technology	Personnel, Technology	Personnel, Technology	Personnel, Technology
	Real Estate Entities	Real Estate	Real Estate	Real Estate	Real Estate	Real Estate

Interconnectivity Analysis Legend: ● Real Estate ● Technology ● Personnel ● Vendor Contracts

- Real Estate is defined as office buildings and data centers, both owned and leased, that are required to be maintained in order to execute the US-Specific Resolution Strategy.
- Technology is defined as technology intellectual property (IP) that is developed and managed within Barclays critical to executing the US-Specific Resolution Strategy
- Personnel is defined as Barclays' permanent employees that are aligned to the Core Business Lines and Critical Operations and critical to executing the US-Specific Resolution Strategy.
- Vendor Contracts are defined as agreements with third parties for services deemed critical to executing the US-Specific Resolution Strategy.

Summary Financial Information

BPLC – Covered Company

Below summarizes the consolidated balance sheet and capital position of BPLC as of December 31, 2017 in accordance with International Financial Reporting Standards (IFRS) as reported in Barclays PLC's Annual Report. Please refer to the 2017 Barclays PLC annual report for additional detail and disclosures.

As at December 31, 2017	£mm
Assets	
Cash balances at central banks	171,082
Items in the course of collection from other banks	2,153
Trading portfolio assets	113,760
Financial assets designated at fair value	116,281
Derivative financial instruments	237,669
Available for sale financial investments	58,916
Loans and advances to banks	35,663
Loans and advances to customers	365,552
Reverse repurchase agreements and other similar secured lending	12,546
Assets included in disposal groups classified as held for sale	1,193
Other assets	18,433
Total Assets	**1,133,248**
Liabilities	
Deposits from banks	37,723
Items in the course of collection due to other banks	446
Customer accounts	429,121
Trading portfolio liabilities	37,351
Financial liabilities designated at fair value	173,718
Derivative financial instruments	238,345
Debt securities in issue[27]	73,314
Subordinated liabilities	23,826
Repurchase agreements and other similar secured borrowing	40,338
Other liabilities	13,050
Total Liabilities	**1,067,232**
Equity	
Equity excluding non-controlling interests	63,905
Non-controlling interests	2,111
Total Equity	**66,016**
Total Liabilities and Equity	**1,133,248**

27. Debt securities in issue include covered bonds of £8.5bn.

As at December 31, 2017	£mm
Estimated PRA leverage ratio[28]	4.9%
Fully loaded CRD IV CET1 ratio	13.3%
UK leverage ratio	5.1%
Tangible net asset value per ordinary share	276p
Number of ordinary shares of BPLC (in millions)	17,060
Year-end United States Dollar exchange rate	1.35
Year-end Euro exchange rate	1.13

Barclays USLLC

BUSLLC's consolidated balance sheet as of December 31, 2017 was comprised of $158bn in total assets, of which $62bn (39%) were collateralized agreements which includes securities purchased under agreements to resell and securities borrowed. $27bn (17%) of total assets consist of trading assets. Approximately 99% of these assets are classified as Level 1 (quoted market prices in active market) or Level 2 (internal models with significant observable market parameters), predominantly government, agency, and equity securities. $27bn (17%) of total assets were credit card loans. The remaining $42bn (27%) of assets include cash and cash equivalents including those segregated for regulatory purposes, receivables from brokers, dealers, clearing organizations, and customers, loans to affiliates, and current and deferred tax assets.

BUSLLC's total consolidated liabilities as of December 31, 2017 were $141bn, of which $49bn (35%) were collateralized financing agreements through securities sold under agreements to repurchase and securities loaned. $27bn (19%) of liabilities were payable to customers, which primarily includes margin payable. $7bn (5%) of liabilities consists of trading liabilities. $26bn (18%) of liabilities were borrowings which consists of unsecured loans from affiliates and borrowings securitized by credit card receivables. $25bn (18%) of the liabilities were deposits including both retail and brokered deposits. Majority of the deposits are FDIC insured. The remaining $7bn (5%) of liabilities primarily includes subordinated debt issued to BBPLC, payables to brokers, dealers and clearing organizations, and other accrued liabilities.

BUSLLC's consolidated capital base as of December 31, 2017 was comprised of $3bn of preferred stock and $14bn of common equity. The BUSLLC consolidated group is subject to the Board of Governors of the Federal Reserve System (FRB)'s capital and leverage standards, and Comprehensive Capital Analysis and Review assessments.

Barclays Capital Inc

BCI's balance sheet as of December 31, 2017 was comprised of $106bn in total assets, of which $62bn (58%) were collateralized agreements which consists of securities purchased under agreements to resell and securities borrowed. $25bn (24%) of total assets were financial instruments owned at fair value. Approximately 99% of these assets are classified as Level 1 (quoted market prices in active market) or Level 2 (internal models with significant observable market parameters), predominantly government, agency, and equity securities. The remaining $19bn (18%) of assets are primarily cash and cash equivalents segregated for regulatory purposes, and receivables from customers, broker-dealers and clearing organizations, which consists of margin, fails-to-receive, and settlement related balances.

BCI's total liabilities as of December 31, 2017 were $99bn, of which $51bn (52%) of total liabilities were collateralized agreements through securities sold under agreements to repurchase and securities loaned. $27bn (27%) of liabilities were payable to customers, which is primarily margin payable. The remaining $21bn (21%) of liabilities are primarily financial instruments sold, but not yet purchased, at fair value and borrowings and subordinated debt from affiliates.

BCI's capital base as of December 31, 2017 was comprised of $7.5bn of common equity. BCI is subject to regulatory capital requirements[29] and maintains capital well in excess of its regulatory minimum, in terms of both tentative net capital (TNC) and net capital (NC), both of which are available to absorb losses under going concern and gone concern events. BCI's regulatory capital includes its common equity and subordinated debt.

Barclays Bank Delaware

BBDE's balance sheet as of December 31, 2017 was comprised of $34bn in total assets, of which $27bn (79%) were loans receivable, which includes credit card loans, consumer loans,

27. The average UK leverage ratio uses capital and exposure measures based on the last day of each month in the quarter; additionally the average exposure measure excludes qualifying central bank claims.

29. As a registered Broker-Dealer and FCM, BCI's regulatory capital minimums are subject to Rule 15c3-1 of the Securities and Exchange Act and CFTC Regulation 1.17.

and other loan receivables held for sale, net of loan loss allowance. $6bn (15%) of total assets were cash and cash equivalents and restrictive cash which includes interest-bearing demand deposits with banks including the Federal Reserve, non-interest-bearing deposits with banks and money market mutual funds. The remaining $2bn (6%) of total assets included goodwill and intangible assets, accrued interest receivable and prepaid expenses.

BBDE's total liabilities as of December 31, 2017 were $30bn, of which $25bn (84%) of total liabilities were deposits, which includes retail savings and CD deposits and brokered CDs. Majority of the deposits are FDIC insured. $4bn (13%) of liabilities were borrowings securitized by credit card receivables. The remaining $1bn (3%) was primarily accrued expenses and payables, and subordinated debt.

BBDE's capital base as of December 31, 2017 was comprised of $0.6bn of preferred stock and $4bn of common equity. BBDE is subject to various regulatory capital requirements administered by the Delaware Bank Commissioner's Office and the Federal Deposit Insurance Corporation.

Barclays Bank PLC New York Branch

As disclosed in NYBR's December 31, 2017 Call Report,[30] NYBR's total assets were $87bn, of which, $70bn (81%) was made up of cash and balances due from depository institutions, primarily cash placed on deposit at the FRBNY. $15bn (17%) of assets were Loans and advances to non-related parties, and the remaining $2bn (2%) were primarily comprised of other trading assets.

NYBR's total liabilities as of December 31, 2017 were $87bn, of which $66bn (76%) was net payable to related institutions. $18bn (21%) were deposits from non-related parties, $2bn (2%) were other borrowed money, and the remaining $1bn (1%) were primarily other liabilities to non-related parties.

As a branch of BBPLC, NYBR remits or receives any profit and loss on a monthly basis to BBPLC. NYBR does not hold stand-alone capital and is not subject to stand-alone regulatory capital minimums.

Barclays Group US Inc

BGUS's balance sheet as of December 31, 2017 was comprised of $30bn in total assets, of which $15bn (50%) were equity investments in subsidiaries, $11bn (36%) comprised of loans receivables from affiliates, and the remaining $4bn (14%) was primarily composed of deferred and current tax assets, and securities purchased under agreements to resell.

BGUS's total liabilities as of December 31, 2017 were $23bn, of which $18bn (78%) of total liabilities were borrowings from affiliates, $5bn (21%) of total liabilities were subordinated debt and the remaining $0.2bn (1%) were accrued interest payable and other liabilities.

BGUS's equity as of December 31, 2017 was comprised of $7bn of common equity.

Material Service Entities

The principal activities of the service companies are to provide a wide range of operations, technology and functional services to Barclays Group affiliates. These service entities do not generate revenue from outside the Group and are not risk-taking entities within the Group so their balance sheets are much simpler than an operating entity.

BSC, BSLLC, BCSerL, and BGSC assets are primarily comprised of receivable balances due from Barclays' affiliates for services provided; property, plant and equipment; software assets which support the delivery of operations; and technology services to affiliates. The liabilities are predominantly borrowings from affiliates, and payables to third-party service providers for infrastructure services provided in the normal course of business.

US RE1, 2, and 3 are real estate holding companies and do not house any operating or business activities. The real estate holdings comprise substantially all of such entities' assets. The combined total assets of these three entities were approximately $1.2bn.

Classification	Material Service Entity				
	BSC ($mm)[31]	BSLLC ($mm)[31]	BSerL (£mm)[32]	BGSC (£mm)[32]	Real Estate Entities[33] ($mm)[32]
Assets	$733	$55	£5,771	£202	$1,178
Liabilities	$378	$19	£5,241	£91	$85
Equity	$355	$36	£530	£111	$1,093

30. Regulatory reporting requirements applicable to the Report of Assets and Liabilities of US Branches and Agencies of Foreign Banks conform to US generally accepted accounting principles (US GAAP).
31. US GAAP.
32. IFRS.
33. Real Estate Entities includes: US RE 1, US RE 2 and US RE 3.

Barclays' Capital and Liquidity Management and Funding Sources

Barclays manages capital and liquidity through a centralized management structure in the Treasury function. Barclays Treasury manages treasury and capital risk on a day-to-day basis with the Treasury Committee acting as the principal management body. To enforce effective oversight and segregation of duties and in line with the Enterprise Risk Management Framework, the Treasury and Capital risk function is responsible for oversight of key capital and liquidity risk management activities. Capital and liquidity management is underpinned by a control framework and appropriate policies.

Capital Management

Barclays is committed to maintaining strong capital levels consistent with regulators' expectations. Barclays' capital management objectives are to maintain sufficient capital resources and ensure that Barclays is well capitalized relative to the minimum regulatory capital requirements set by the PRA in the UK and the FRB in the US. These objectives ensure that locally regulated subsidiaries can meet their minimum regulatory capital requirements to support Barclays' risk appetite, economic capital requirements and credit rating.

Barclays monitors its capital management plan through a Capital Management Framework, which includes policies and practices that are approved by the Barclays Capital Committee, implemented consistently and aimed at delivering on the objectives. Barclays' Treasury Committee and the BPLC Board approve Barclays' stress plan and capital plan. The impact of regulatory changes are therefore assessed and monitored by Barclays Treasury and Barclays Risk and that impact is also factored into the capital planning process, which ensures that Barclays always maintains adequate capital to meet its minimum regulatory capital requirements. Barclays' capital requirements are actively managed on a centralized basis and also at a local entity level, taking into account all the regulatory, economic and commercial environments in which Barclays operates.

CRD IV had to be implemented within the EU with effect from January 1, 2014. The rules are supplemented by Regulatory Technical Standards and, in the UK, the PRA's rulebook, which includes rules providing transitional arrangements from the previous rules. However, rules and guidance are still subject to change as certain aspects of CRD IV are dependent on final technical standards and clarifications which are still to be issued by the European Banking Authority (EBA) and adopted by the European Commission and implemented by the PRA. All capital, RWA and leverage calculations reflect Barclays' interpretation of the current rules.

Barclays' current regulatory target is to meet a fully loaded CET1 ratio of ~9% by January 2019, plus a Pillar 2A add-on. The 9% comprises the required 4.5% minimum CET1 ratio and, phased in from 2016, a Combined Buffer Requirement made up of a Capital Conservation Buffer (CCB) of 2.5%, an expected Globally Systemically Important Institution (G-SII) buffer of 1.5% and a countercyclical buffer (CCyB) of 0.5%. Under current PRA guidance, the Pillar 2A add-on will need to be met with 56.25% CET1, which would equate to approximately 2.4% of RWAs (assuming no change in the current Pillar 2A). The Pillar 2A add-on would be expected to vary over time according to the PRA's individual capital guidance. Barclays' Core Tier 1 capital ratio for Basel II was at 13.3% as of December 31, 2017.

Barclays' Key Capital Ratios

Key Capital Ratios	December 31, 2017
Common Equity Tier 1	13.3%
Tier 1 (PRA Transitional measure)	17.2%
Total Capital (PRA Transitional measure)	21.5%

Barclays' Capital Resources Summary

Capital Resources	December 31, 2017 (£mm)
Common Equity Tier 1	£41,565
Total Tier 1 Capital (PRA Transitional measure)	£53,914
Total Regulatory Capital (PRA Transitional measure)	£67,175

One of the main objectives of managing risk is to ensure that Barclays achieves an adequate balance between capital requirements and resources. Capital management is integral to Barclays' approach to financial stability and sustainability management, and is therefore embedded in the way Barclays' businesses and Material Entities operate and in the way Barclays manages risk.

Barclays adopts a forward-looking, risk-based approach to capital risk management. BBPLC is the primary funding source for its Material Entities and subsidiaries. Regulated Material Entities are, at a minimum, allocated adequate capital to meet their current and forecast regulatory and business requirements. Each regulated Material Entity retains its own capital resources to meet its regulatory minimum capital requirements, which are monitored and controlled by the BPLC Board and Barclays Treasury. Barclays currently maintains a buffer over its minimum regulatory capital requirements. Treasury Capital and Leverage Management personnel are assigned to each regulated Material Entity to review and challenge its forecast capital positions and assess its compliance with Treasury Capital and Leverage Management policies.

Liquidity Management

The efficient management of liquidity is essential to the Group in retaining the confidence of the financial markets and maintaining that the business is sustainable. There is a control framework in place for managing liquidity risk and this is designed to meet the following objectives:

- Maintain liquidity resources that are sufficient in amount and quality and a funding profile that is appropriate to meet the liquidity risk appetite as expressed by the Board
- Maintain market confidence in the Group's name

This is achieved via a combination of policy formation, review and governance, analysis, stress testing, limit setting and monitoring. Together, these meet internal and regulatory requirements.

The Treasury and Capital Risk function is responsible for the management and governance of the liquidity risk mandate defined by the Board and the production of Internal Liquidity Adequacy Assessment Processes (ILAAPs). Treasury has the primary responsibility for managing liquidity risk within the set risk appetite. The CRO for Treasury and Capital Risk reports to the Group CRO.

Barclays' comprehensive control framework for managing the Group's liquidity risk is designed to deliver the appropriate term and structure of funding consistent with the Liquidity Risk Appetite (LRA) set by the Board. The Board sets the LRA based on the internal liquidity risk model and external regulatory requirements namely the Liquidity Coverage Ratio (LCR). The LRA is represented as the level of risk the Group chooses to take in pursuit of its business objectives and in meeting its regulatory obligations. The approved LRA is implemented in line with the control framework and policy for liquidity risk.

The control framework incorporates a range of ongoing business management tools to monitor, limit and stress test the Group's balance sheet and contingent liabilities and the Recovery Plan. Limit setting and transfer pricing are tools that are designed to control the level of liquidity risk taken and drive the appropriate mix of funds. Together, these tools reduce the likelihood that a liquidity stress event could lead to an inability to meet the Group's obligations as they fall due. The control framework is subject to internal conformance testing and internal audit review.

The liquidity stress tests assess the potential contractual and contingent stress outflows under a range of scenarios, which are then used to determine the size of the liquidity pool that is immediately available to meet anticipated outflows if a stress occurs. The Group maintains a range of management actions for use in a liquidity stress; these are documented in the Group Recovery Plan. Since the precise nature of any stress event cannot be known in advance, the actions are designed to be flexible to the nature and severity of the stress event and provide a menu of options that can be drawn upon as required. The Barclays Group Recovery Plan also contains more severe recovery options to generate additional liquidity in order to facilitate recovery in a severe stress. Any stress event would be regularly monitored and reviewed using key management information by key Treasury, Risk and business representatives.

The Group liquidity pool as at December 31, 2017 was £220bn (2016: £165bn). During 2017, the month-end liquidity pool ranged from £165bn to £232bn (2016: £132bn to £175bn), and the month-end average balance was £202bn (2016: £153bn). The liquidity pool is held unencumbered and is not used to support payment or clearing requirements. Such requirements are treated as part of our regular business funding. The Group plans to maintain a liquidity surplus to the internal and regulatory stress requirements at an efficient level, while considering risks to market funding conditions and its liquidity position. The liquidity pool is intended to offset stress outflows, and comprises the following cash and unencumbered assets. The continuous reassessment of these risks may lead to appropriate actions being taken with respect to sizing of the liquidity pool.

Composition of Barclays' Liquidity Pool

Composition	December 31, 2017 (£bn)
Cash and deposits with central banks	£173
Total government bonds	£34
Other	£13
Total	£220

The basis for sound liquidity risk management is a solid funding structure that reduces the probability of liquidity stress leading to an inability to meet funding obligations as they fall due. The Group's overall funding strategy is to develop a diversified funding base (geographically, by type and by counterparty), maintain access to a variety of alternative funding sources, and to provide protection against unexpected fluctuations, while minimizing the cost of funding. Within this, the Group aims to align the sources and uses of funding. As such, retail and corporate loans and advances are largely funded by customer deposits, with the surplus primarily funding the liquidity pool. Other assets, together with other loans and advances to customers and unencumbered assets, are funded by wholesale debt and equity. The majority of reverse repurchase agreements are matched by repurchase agreements. Derivative liabilities and assets are largely matched. A substantial proportion of balance sheet derivative positions qualify for counterparty netting and the remaining portions are largely offset once netted against cash collateral received and paid.

The Group maintains access to a variety of sources of wholesale funds in major currencies, including those available from term investors across a variety of distribution channels and geographies, money markets, and repo markets. The Group has direct access to US, European and Asian capital markets through its global investment banking operations and long-term investors through its clients worldwide, and is an active participant in money markets. As a result, wholesale funding is well diversified by product, maturity, geography and major currency. As of December 31, 2017, the Group's total wholesale funding outstanding (excluding repurchase agreements) was £157.4bn (2016: £157.8bn), of which £20.4bn (2016: £25.8bn) was secured funding and £137.0bn (2016: £132.0bn) unsecured funding. Unsecured funding includes £44.8bn (2016: £37.6bn) of privately placed senior unsecured notes issued through a variety of distribution channels including intermediaries and private banks.

Barclays enters into repurchase and other similar secured borrowing agreements to finance its trading portfolio assets. The majority of reverse repurchase agreements are matched by offsetting repurchase agreements entered into to facilitate client activity. The remainder is used to settle trading portfolio liabilities. Due to the high quality of collateral provided against secured financing transactions, the liquidity risk associated with this activity is significantly lower than unsecured financing transactions. Nonetheless, Barclays manages to gross and net secured mismatch limits to limit refinancing risk under a severe stress scenario and a portion of the Group's liquidity pool is held against stress outflows on these positions. The Group-secured mismatch limits are calibrated based on market capacity, liquidity characteristics of the collateral and risk appetite of the Group.

Description of Derivatives and Hedging Activities

Barclays enters into derivative contracts to satisfy the needs of its clients, for trading purposes and to manage Barclays' exposure to market and credit risks resulting from its trading and market making activities. As part of its Risk Management policies, Barclays manages risks on an aggregate basis; however, entity level management exists to ensure that exposures of each individual entity are managed appropriately. Barclays uses industry standard derivative contracts whenever appropriate.

Derivatives are used to hedge interest rate, exchange rate, credit and equity exposures, as well as exposures to certain indices, such as house price indices and retail price indices related to non-trading positions. Where derivatives are held for risk management purposes, and when transactions meet the required criteria for documentation and hedge effectiveness, Barclays applies fair value hedge accounting, cash flow hedge accounting or hedging of a net investment in a foreign operation, as appropriate, to the risks being hedged.

BCI, a US registered broker-dealer and FCM, engages in execution and clearing of exchange traded derivatives primarily on US exchanges and with US registered Derivatives Clearing Organizations (DCOs). BCI provides execution and clearing services, on behalf of clients, as well as Barclays' own trading activity in BCI and other Barclays affiliates. Exchange traded derivatives are marked to market daily and BCI places collateral with the clearinghouses in support of this activity. BCI is also a clearing member of derivatives clearing organizations, clearing eligible OTC derivatives products in the US.

Under Title VII of the Dodd-Frank Act, any swap or security-based swap that has been identified by the CFTC or SEC as being subject to mandatory central clearing must be centrally cleared through a regulated clearinghouse. Certain OTC derivative transactions that are subject to mandatory central clearing should also be executed on a Swap Execution Facility (SEF) or Designated Contract Market (DCM). Phase-in of mandatory central clearing of swaps began on March 11, 2013. The participants in these markets are required to register with the CFTC as 'swap dealers' or 'major swap participants' and/or with the SEC as 'security-based swap dealers' or 'major security-based swap participants', dependent on where they fall in relation to designated thresholds, and are subject to CFTC and SEC regulation and oversight.

Barclays has limited derivative positions booked in the IHC. Activities booked in the IHC comprise primarily of US dollar denominated securities associated with trading and financing activities, listed options, futures on options and forwards including to-be-announced contracts for mortgage-backed securities in BCI. Interest rate and total return swaps are booked in BBDE to hedge against interest rates and other market exposures as part of their credit card and deposit taking business. Barclays has a global booking model that is supported by the ERMF framework with associated policy standards and controls to manage business activities and risk that arises from trading activities.

Barclays' OTC derivatives activities are largely booked in either BBPLC or Barclays Capital Securities Limited, both of which are UK-domiciled entities. Barclays has registered BBPLC as a swap dealer with the CFTC and will register BBPLC as a security-based swap dealer with the SEC in compliance with Sections 731and 764(a) of the Dodd-Frank Act. The swaps and security-based swaps activities of BBPLC and Barclays Capital Securities Limited range from standardized transactions in derivative markets to trades where the specific terms are tailored to the requirements of Barclays customers. In many cases, industry standard documentation (e.g., International Swaps and Derivatives Association (ISDA)) is used, most commonly in the form of a master agreement, with individual transaction confirmations.

Memberships in Material Payment, Clearing and Settlement Systems

Barclays depends on FMUs to execute financial transactions and to provide financial services to its clients. These arrangements allow for greater risk management, operational efficiencies and risk reduction in the trading, clearing and settlement of financial instruments worldwide. In accordance with the Final Rule, Key FMUs and Agent banks where BCI, BBDE, or NYBR hold memberships are listed below.

BCI, NYBR and BBDE FMU and Agent Bank Memberships

Type of Service Provided	Financial Market Utility/Agent Banks		Material US Entities Holding Membership		
			BCI	BBDE	NYBR
Clearing and Settlement	Depository Trust and Clearing Corporation (DTCC)	National Securities Clearing Corporation (NSCC)	●		●
		Fixed Income Clearing Corporation (FICC)	●		
	Options Clearing Corporation (OCC)		●		
	Chicago Mercantile Exchange Group (CME) Clearing		●		
	Intercontinental Exchange – Clear Credit LLC (ICE Clear Credit)		●		
	LCH.Clearnet Ltd		●		
Custodians	DTCC – Depository Trust Company (DTC)		●		●
	Euroclear		●		
Payments	Fedwire Funds Service (Fedwire)			●	●
	Clearing House Interbank Payments System (CHIPS)				●
Agent Banks	The Bank of New York Mellon (BNY Mellon)		●	●	●

Material Supervisory Authorities

Supervision in the US

Barclays' US activities and operations are subject to umbrella supervision by the Board of Governors of the Federal Reserve System (FRB), as well as additional supervision, requirements and restrictions imposed by other federal and state regulators. Barclays PLC, Barclays Bank PLC and their US branches and subsidiaries are subject to a comprehensive regulatory framework involving numerous statutes, rules and regulations, including the International Banking Act of 1978, the Bank Holding Company Act of 1956 (BHC Act), the USA PATRIOT Act of 2001, the Commodity Exchange Act, the federal securities laws, and the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (Dodd-Frank Act), which comprehensively amended the regulation of financial institutions in the US in response to the financial crisis, including by amending the other aforementioned statutes. In some cases, US requirements may impose restrictions on Barclays' global activities in addition to its activities in the US.

Barclays PLC and Barclays Bank PLC, along with Barclays US LLC (BUSLLC), Barclays' top-tier US holding company that holds substantially all of Barclays' US subsidiaries and assets (including Barclays Capital Inc. and Barclays Bank Delaware) are regulated as bank holding companies (BHCs) by the FRB. BUSLLC is subject to requirements that are similar to those applicable to large US domestic bank holding companies, including in respect of capital adequacy, capital planning and stress testing (including FRB non-objection to proposed capital distributions), risk management and governance, liquidity, leverage limits and financial regulatory reporting. Barclays Bank PLC's US branches are also subject to enhanced prudential supervision requirements relating to, among others, liquidity and risk management.

Because the BHC Act generally restricts the activities of BHCs to banking and activities closely related to banking, Barclays PLC, Barclays Bank PLC and BUSLLC have elected to be treated as financial holding companies under the BHC Act. Financial holding company status allows these entities to engage in a variety of financial and related activities, directly or through subsidiaries, including underwriting, dealing and market making in securities. Failure to maintain financial holding company status could result in increasingly stringent penalties and, ultimately, in the closure or cessation of certain operations in the US. To qualify as a financial holding company, Barclays PLC and Barclays Bank PLC, as foreign banking organizations and BHCs, and BUSLLC, as a BHC, must maintain certain regulatory capital ratios above minimum requirements and must be deemed to be 'well managed' for US bank regulatory purposes. In addition, any US depository institution subsidiaries of the foreign banking organization or BHC must also maintain certain regulatory capital ratios above minimum requirements and be deemed to be 'well managed' and must have at least a 'satisfactory' rating under the Community Reinvestment Act of 1977.

In addition to umbrella oversight by the FRB (and applicable Federal Reserve Banks), certain of Barclays' branches and subsidiaries are regulated by additional authorities based on the location or activities of those entities.

The New York and Florida branches of Barclays Bank PLC are subject to extensive supervision and regulation by, as applicable, the New York State Department of Financial Services (NYSDFS) and the Florida Office of Financial Regulation. Barclays Bank Delaware, a Delaware chartered commercial bank, is subject to supervision and regulation by the Delaware Office of the State Bank Commissioner. The deposits of Barclays Bank Delaware are insured by the Federal Deposit Insurance Corporation (FDIC) pursuant to the Federal Deposit Insurance Act, which also provides for FDIC supervisory authority over Barclays Bank Delaware and requires that Barclays PLC, Barclays Bank PLC and BUSLLC act as a source of strength for the insured bank. This could, among other things, require these entities to inject capital into Barclays Bank Delaware if it fails to meet applicable regulatory capital requirements.

Barclays' US retail and consumer activities, including the US credit card operations of Barclays Bank Delaware, are subject to direct supervision and regulation by the Consumer Financial Protection Bureau (CFPB). The CFPB has the authority to examine and take enforcement action related to compliance with federal laws and regulations regarding the provision of consumer financial services and the prohibition of 'unfair, deceptive or abusive acts and practices.

Barclays' US securities broker-dealer and investment banking operations, primarily conducted through Barclays Capital Inc., are also subject to ongoing supervision and regulation by the Securities and Exchange Commission (SEC), the Financial Industry Regulatory Authority (FINRA) and other government agencies and self-regulatory organizations (SROs) as part of a comprehensive scheme of regulation of all aspects of the securities and commodities business under US federal and state securities laws. Similarly, Barclays' US commodity futures, commodity options and swaps-related and client clearing operations are subject to ongoing supervision and regulation by the Commodity Futures Trading Commission (CFTC), the National Futures Association and other SROs. Barclays Bank PLC is also prudentially regulated as a swaps dealer so is subject to the FRB swaps rules with respect to margin and capital requirements.

Principal Officers

The tables below provide a list of the principal officers of our covered company, BPLC.

Barclays PLC Board of Directors

Executive	Title
John McFarlane	Group Chairman
Jes Staley	Group Chief Executive; Executive Director
Mike Ashley	Non-Executive Director
Tim Breedon	Non-Executive Director
Sir Ian Cheshire	Non-Executive Director
Mary Francis	Non-Executive Director
Crawford Gillies	Senior Independent Director
Sir Gerry Grimstone	Non-Executive Director
Reuben Jeffery III	Non-Executive Director
Matthew Lester	Non-Executive Director
Tushar Morzaria	Group Finance Director; Executive Director
Dambisa Moyo	Non-Executive Director
Diane Schueneman	Non-Executive Director
Mike Turner	Non-Executive Director

Barclays PLC Executive Committee

Executive	Title
Jes Staley	Group Chief Executive Officer
Paul Compton	Group Chief Operating Officer
Bob Hoyt	Group General Counsel
Tushar Morzaria	Group Finance Director
Laura Padovani	Group Chief Compliance Officer
Tristram Roberts	Group HR Director
Tim Throsby	President, Barclays Bank PLC and Chief Executive Officer, Barclays International
Ashok Vaswani	Chief Executive Officer, Barclays UK
C.S. Venkatakrishnan	Group Chief Risk Officer

Barclays' Corporate Governance

Barclays has a well-embedded governance structure, subject to continual review and comprising three primary tiers:

- Board[33] level oversight;
- Group Executive Committee oversight; and
- Business level executive management monitoring and oversight.

Each of the three tiers has the following responsibilities:

- Board level oversight: The Board's principal duty is to promote the long-term success of Barclays by creating and delivering sustainable shareholder value. It does this by setting strategy and overseeing its implementation by management. While the ultimate focus is long-term growth, the Board seeks to ensure that management strikes an appropriate balance between promoting long-term growth and delivering short-term objectives. In setting and monitoring the execution of strategy, the Board aims to ensure that Barclays maintains an effective system of internal control and an effective risk management and oversight process across Barclays, delivering growth in a controlled and sustainable way.
- Group Executive Committee oversight: Oversight for the day-to-day management of the business activities of Barclays is delegated by the BPLC Board to the Barclays Chief Executive. In turn, the Barclays Chief Executive delegates certain of his powers and authorities, through a series of personal delegations to the Group Executive Committee to assist him in the execution of his responsibilities.
- Business level executive management monitoring and oversight: Business level executive management performs activities in accordance with defined responsibilities. Responsibilities may include oversight of regulatory matters and reviewing the status of actions in response to outstanding external regulatory and audit findings.

Management Information Systems

Barclays is committed to investing in management information systems (MIS) and reporting capabilities to ensure a robust catalog of management information around risk, finance, funding and liquidity, regulatory and operations is maintained. MIS includes business-aligned technology and enterprise-wide technology solutions to ensure effective and efficient management, promote standardized processes and procedures across the organization and deliver quality services.

A broad range of critical MIS is utilized by Barclays to provide flexible client and business intelligence reporting, enabling the firm to compete at the highest level in an evolving business and regulatory climate. Key MIS generate multiple reports to support the business and senior management in comprehensively monitoring Barclays' business. Management's use of MIS in strategic decision making effectively mitigates potential risks inherent in its operations and ensures the soundness of Barclays' businesses.

Barclays' 2018 Plan describes the scope, content and frequency of key financial, operational and risk management internal reports utilized in BAU for Barclays' Material Entities and Core Business Lines. Upon commencement of insolvency or resolution proceedings, pertinent management reports and access to information systems will be made available to regulatory authorities and consultants with bankruptcy expertise.

Barclays' Compliance, Finance, Treasury, Risk, Operations, Front Office, Technology and Legal functions utilize key MIS and applications as part of BAU operations for risk management, accounting, financial and regulatory reporting for its Material Entities. Applications are provided through three key sources:

- In-House Applications: Applications developed (i.e., software code written) within Barclays. These are referred to as Barclays' internal applications.
- Standard Third-Party Applications: Applications licensed from a third party that have not been customized to meet Barclays' requirements beyond basic configurations required for installation and integration. Such applications are licensed to Barclays' entities and are subject to contractual terms with the licensor.
- Customized Third-Party Applications: Third-party applications that have been customized to meet Barclays' requirements.

The 2018 Plan provides detailed information regarding capabilities of Barclays' MIS to collect, maintain and report information in a timely manner for its Material Entities. Policies and minimum standards apply for MIS required for business operations in order to ensure consistency in planning and implementation in a managed and secure manner.

33. Board is defined as the Barclays PLC Board of Directors.

Key MIS provides:

- Risk: Reporting capabilities across all Barclays' risk types, including the production of key market risk indicators (VaR), counterparty credit risk accounting and exposures such as credit valuation adjustments and specialized risk capabilities for other product segments, creditworthiness of clients and trading partners and overall credit exposures, and other metrics on utilizations, limits and trends across all principal risk types;
- Finance: Support of product control, financial control, and regulatory reporting, as well as shared data information, including the production of profit and loss statements and the general ledger;
- Treasury and liquidity: Liquidity, funding, and capital sizing and allocation processes, including early warning indicators, stress testing results and a wide range of funding reporting;
- Procurement: Global procurement information, including contracts and vendors;
- IB business reporting and operations: Risk platforms that produce consistent and aggregated snapshots of valuations, risk and profit and loss at regular intervals throughout the day and at end-of-day, including valuation and pricing services, trade booking, straight-through-processing, lifecycle management, corporate action processing and downstream settlements for all cash and derivative products;
- Compliance: Risks arising from compliance with regulations, including anti-money laundering, sanctions, surveillance and case management tools; and
- Legal: Processes include client onboarding, document negotiation and document management.

Barclays is always looking to identify opportunities to enhance its MIS portfolio to provide greater transparency, improved control and increased accuracy of information in a cost-efficient manner for management decision making for analysis by external stakeholders and for regulatory review.

Glossary of Key Terms

Term	Definition
2018 Guidance	Guidance for 2018 §165(d) Annual Resolution Plan Submissions By Foreign-based Covered Companies that Submitted Resolution Plans in July 2015
ADS	Agency Derivatives Services
Agencies	Collectively the Federal Reserve Board of Governors and the Federal Deposit Insurance Corporation
AMR	Asset Maintenance Ratio
BAU	Business as Usual
BBDE	Barclays Bank Delaware
BBPLC	Barclays Bank PLC
BCBS	Basel Committee on Banking Supervision
BCI	Barclays Capital Inc
BCM	Business Continuity Management
BGSC	Barclays Global Service Center Private Limited
BGUS	Barclays Group US Inc
BHC Act	Banking Act of 1978, the Bank Holding Company Act of 1956
BIA	Barclays Internal Audit
BNY Mellon	Bank of New York Mellon
BoE	Bank of England
BPLC	Barclays PLC
BSC	Barclays Services Corporation
BSerL	Barclays Services Limited
BSLLC	Barclays Services LLC
BUSLLC	Barclays US LLC
BX	Barclays Execution Services
CAO	Chief Administrative Officer
CBL	Core Business Line
CC&P	Consumer, Cards and Payments
CCAR	Capital Analysis and Review
CCB	Capital Conservation Buffer
CCyB	Countercyclical Buffer
CD	Certificates of Deposit
CET1	Common Equity Tier 1
CFP	Contingency Funding Plan
CFPB	Consumer Financial Protection Bureau

Term	Definition
CFTC	Commodity Futures Trading Commission
CHIPS	Clearing House Interbank Payments System
CIB	Corporate and Investment Bank
CLAR	Comprehensive Liquidity Analysis and Review
CME	Chicago Mercantile Exchange
CRES	Corporate Real Estate
CUSO	Combined US Operations – Collectively as the US Intermediate Holding Company (IHC), its IHC subsidiaries and US Branches of BBPLC
DCM	Designated Contract Market
DCO	Derivatives Clearing Organization
DFAST	Dodd-Frank Act Stress Test
DMA	Direct Market Access
Dodd-Frank Act	Dodd-Frank Wall Street Reform and Consumer Protection Act
DPA	Deferred Prosecution Agreement
DTCC	Depository Trust and Clearing Corporation
ECB	European Central Bank
EU	European Union
FBO	Foreign Banking Organization
FCA	Financial Conduct Authority
FCM	Futures Commission Merchant
FDIC	Federal Deposit Insurance Corporation
Fedwire	Fedwire Funds Service
FICC	Fixed Income Clearing Corporation
Final Rule	12 CFR Parts 243 and 381, Resolution Plans Required, issued by the Agencies and effective November 30, 2011
FMU	Financial Market Utility
FPC	Financial Policy Committee
FRB	Federal Reserve Board of Governors
FSB	Financial Stability Board
GT&I	Global Technology and Infrastructure
GCA	Group Corporate Architecture
Group RRP	Group Recovery and Resolution Planning
G-SIB	Global Systemically Important Bank
HR	Human Resources
IDI	Insured Depository Institution

Term	Definition
IFRS	International Financial Reporting Standards
IGA	Intra-Group Agreement
IHC	Intermediate Holding Company
IR	Investor Relations
ISDA	International Swaps and Derivatives Association
IT	Information Technology
IVU	Independent Validation Unit
LCR	Liquidity Coverage Ratio
IOSCO	International Organization of Securities Commissions
LRA	Liquidity Risk Appetite
MFD	Material Financial Distress
MiFID II	Markets in Financial Instruments Directive II
MIS	Management Information Systems
MOL	Minimum Operating Liquidity
NC	Net Capital
NSCC	National Securities Clearing Corporation
NYBR	Barclays Bank PLC New York Branch
NYSDFS	New York State Department of Financial Services
OCC	Options Clearing Corporation
OTC	Over the Counter
PCS	Payment, Clearing and Settlement
PFN	Peak Funding Need
PONV	Point of Non-Viability
PRA	Prudential Regulation Authority
QA	Quantitative Analytics
QFC	Qualified Financial Contract
RCAP	Resolution Capital Adequacy and Positioning
RCEN	Resolution Capital Execution Needs
Regulation YY	12 CFR Part 252, Regulation YY, Enhanced Prudential Standards for Bank Holding Companies and Foreign Banking Organizations, Final Rule, effective June 1, 2014
RLAP	Resolution Liquidity Adequacy and Positioning

Term	Definition
RLEN	Resolution Liquidity Execution Need
RWAs	Risk Weighted Assets
Section 165(d)	12 CFR Parts 243 and 381, Resolution Plans Required, issued by the Agencies and effective November 30, 2011
SEC	Securities and Exchange Commission
SEF	Swap Execution Facility
SFO	Serious Fraud Office
SFTs	Secured Financing Transactions
SMCR	Senior Managers and Certification Regime
SMEs	Small and Medium-Sized Enterprises
SOS	Shared and Outsourced Services
SPOE	Single Point of Entry
SRO	Self-Regulatory Organizations
SSA	Secured Support Agreement
TLAC	Total Loss-Absorbing Capacity
TLAC Final Rule	12 CFR Part 252, Subpart P
TNC	Tentative Net Capital
TRO	Treasury Risk Oversight
UK	United Kingdom
US	United States
US ExCo	US Executive Committee
US GAAP	US Generally Accepted Accounting Principles
US LER	US Legal Entity Rationalization
US Operations	Collectively as the US Intermediate Holding Company (IHC), its IHC subsidiaries and US Branches of BBPLC
US RE1	US Real Estate Holdings No. 1 Limited
US RE2	US Real Estate Holdings No. 2 Limited
US RE3	US Real Estate Holdings No. 3 Limited
US RRP	US Recovery and Resolution Planning
USD	US Dollar